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Panasonic Holdings Corporation

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<https://holdings.panasonic/global/>

The corporate governance of Panasonic Holdings Corporation (the "Company") is described below.

I. Basic Policy on Corporate Governance, Capital Structure, Corporate Profile and Other Basic Information

1. Basic Policy

The Company believes it is important to increase corporate value by fulfilling accountability through dialogue with various stakeholders such as shareholders and customers, making effort to execute transparent business activities, and swiftly conducting business activities with fairness and honesty based on its management philosophy of "a company is a public entity of society." For this reason, the Company recognizes that corporate governance is an important foundation of management. The fundamental structure is an audit and supervisory system consisting of the Board of Directors that decides the execution of strategies and important matters related to the overall Group and supervises the execution of Director duties, and the Audit & Supervisory Board Members and Audit & Supervisory Board which supervises the execution of Director duties. The entire Panasonic Group endeavors to establish and strengthen this structure as an effective system.

[Reasons for not complying each principle of the Corporate Governance Code]

The Company complies all of the principles set forth in the Corporate Governance Code.

[Disclosure based on each principle set forth in the Corporate Governance Code] [updated]

【Principle 1.3 Basic Strategy for Capital Policy】

The Company operates its business placing considerable weight on "return on invested capital" and development of "financial stability".

As for the "return on invested capital", the Company runs business with consciousness of the cost of capital by calculating business division-based ROIC (Return on Investment Capital) and WACC (Weighted Average Cost of Capital), and utilizing it for accelerating business selection & concentration if necessary, and it aims to conduct management with a focus on the cost of capital, striving for a level of ROIC in all businesses that exceeds the business-specific WACC by 3 percentage points. The Company monitors the business position and competitiveness of each business based on growth potential and ROIC, and promotes discontinuous measures such as business selection and concentration, and advances business strengthening and revitalization as needed. The Company aims continuously 10% or more of ROE the Company-widely.

As for the "financial stability", the Company is increasing its shareholders fund by building up the net profit so that it is able to build up firm financial base to fully promote business restructuring and active investments. Under the capital allocation policy, the Company will allocate capital for implementing the Mid-term strategy with cash flow generated from business (operating CF, divestiture) in manner of financial discipline consciousness.

From the perspective that shareholder return is the return on the capital invested by shareholders, the Company, in principle, distributes profits to shareholders based on its business performance and strives to provide stable and continuous of dividends, targeting a dividend payout ratio of approximately 30% with respect to consolidated net profit attributable to Panasonic Holdings Corporation shareholders.

* ROE (Return on Equity): $\text{Net income attributable to the owners of the parent company} / \text{Average of the equity attributable to the owners of the parent company at the beginning and the end of the fiscal year.}$

【Principle 1.4 Strategic Shareholdings (So-called "Cross-Shareholdings" in the Corporate Governance Code)】

Other than holding shares of affiliated companies, the Company acquires and holds shares or interests of other companies, limiting the holdings to those of strategic partners to which Panasonic Group has a close business relation. The Company also judges whether the holding is necessary to increase its mid- to long-term corporate value, considering comprehensively its business strategies and business relation with such partners, among other factors.

For the shares other than those of affiliated companies, the Company determines that the holding of the shares be limited to a minimum necessary, and every year at the Board of Directors Meeting, examines the purpose of the acquisition and holdings per share and cost & benefit with consideration of capital cost, and periodically judges the appropriateness of holding. Based on its examination result, the Company considers disposing and reducing the shares if it determines that the holding cannot be justified.

In exercising voting rights of the shares that the Company holds, the Company decides and exercises each agenda, considering in a comprehensive manner with the concrete voting right check list, whether the Company can expect, among other things, the increases of the mid- to long-term corporate value of the investee company. The Company does not make affirmative decision on the agenda which might damage the shareholders' value.

【Principle 1.7 Related Party Transactions】

Any transaction that results in a conflict of interest between the Company and a Director is prohibited in principle unless it is reported and approved in advance at the Board of Directors meeting under the "Rules for Directors", and the internal approval and the approval by the Board of Directors are required under the "Rules of Approval for Decision-making in Important Matters" and the "Matters to Be Discussed at Board of Directors Meeting". All important facts regarding such transactions are brought before the Board, and the Board then resolves on these transactions taking into due consideration the opinions of the independent Outside Directors, for whom there is no risk of any conflict of interest. Any transaction that results in a conflict of interest between the Company and an Executive Officer (a person in charge of the execution of the Company's business, appointed by resolution of the Board of Directors) is also required internal approval in advance under the "Rules for Executive Officers" and the "Rules of Approval for Decision-making in Important Matters".

【Supplementary Principle 2.4.1 Views on diversity of core human resources】

The Company promotes a Groupwide initiative to promote Diversity, Equity and Inclusion (DEI) based on the Panasonic Group DEI Policy as it believes diverse viewpoints and values will lead to better growth in decision-making, as well as its business.

High-quality decision-making is indispensable to achieve "an ideal society with affluence both in matter and mind" through sustainable business growth. To that end, the Company will need to develop and appoint diverse, transformational leaders. In successor development of management candidates, in addition to the leadership behaviors outlined in its Group's "Panasonic Leadership Principles," it emphasizes the following elements as requirements for leaders expected of management: experience (business management, management of overseas business divisions, business creation, etc.) as well as knowledge and skills (decision-making and judgment, strategic planning and execution, etc.). To continuously develop such leaders, the Company is advancing the definition of human resource requirements for all critical Groupwide positions along with their succession plans, as well as the identification, development, and monitoring of successors from a medium- to long-term perspective. The Company clarified the personnel requirements for important positions and established the "Group Talent Management Committee" to promote the planned development and placement

of successors who will become the next generation of leaders. From short-, medium-, and long-term perspectives, the Company is identifying, developing, and monitoring successors. As of April 2025, the diversity ratio within its management team—including female executives, employees of non-Japanese nationalities, and those hired through career track—was 54%. The Company aims to maintain this ratio at over 50% in the future. Since 2021, it has also expressed its support for the "30% Club Japan," a global campaign aimed at increasing the representation of women in key corporate decision-making bodies. Furthermore, in Japan, the Company is focusing on "acquiring and systematically developing female leaders." To foster more diverse ideas and create innovative products and services, the Company is strengthening recruitment, expanding work style options, and supporting career development, all aimed at acquiring and systematically nurturing female leaders. As of April 2025, the number of women in managerial roles is 980, accounting for 7.9% of all management positions (women represent 21.9% of all employees)*. The Company's target is to increase this to 12% by April 2028 and 16% by April 2031. Additionally, since its business operates globally, the Company recognizes that diverse insights are vital for further growth. Therefore, the Company is also promoting the appointment of employees hired through career tracks and those of non-Japanese nationalities to management positions within its company and group companies. As of April 2025, the number of career-track managers is 2,625, representing 21.3% of all management roles (26.0% of all employees)*, and foreign nationals in management roles number 95, accounting for 0.8% of all management positions (1.2% of all employees). The Company will continue to work toward increasing these figures.

(*Note) The data collection includes: Panasonic Holdings Corporation, Panasonic Operational Excellence Inc., and six (6) Operating Companies (As of April 2025, the six Operating Companies are: Panasonic Corporation; Panasonic Entertainment & Communication Co., Ltd.; Panasonic Housing Solutions Co., Ltd.; Panasonic Connect Co., Ltd.; Panasonic Industry Co., Ltd.; and Panasonic Energy Co., Ltd.). For details on the corporate governance structure related to management decision-making, execution, supervision, and nomination and remuneration functions, please refer to "II Management Structure and Corporate Governance System" under "2. Matters concerning Business Execution, Audit, Supervision, Nomination, and Compensation Decision-Making."

【Principle 2.6 Roles of Corporate Pension Funds as Asset Owner】

The Company maintains a defined benefit corporate pension plan (hereinafter referred to as "this pension plan") as part of the domestic corporate pension system. When managing the assets of this pension plan, the Company formulates basic policies for investment to ensure the best interests of beneficiaries and others, and it conducts investment activities in accordance with these policies. Additionally, the Company has expressed its acceptance of the

Stewardship Code as an asset owner and requests the entrusted asset management firms to engage in stewardship activities.

The Company has established a Pension Committee composed of responsible persons from Human Resources, Accounting, Finance, and Legal departments to oversee the operation of the corporate pension plan and to deliberate on important matters. Its secretariat is staffed with personnel possessing knowledge and experience related to corporate pensions and asset management, and the Company also utilizes external advisors as needed to ensure operations are based on specialized expertise.

Furthermore, in cases where the entrusted asset management firms exercise voting rights not only for its group companies but also for investee companies, the Company respects the judgments of these firms to avoid conflicts of interest between the beneficiaries of the pension plan and the Company company.

For more details, please refer to the following website:

Acceptance of the Stewardship Code: <https://nenkin.jpn.panasonic.com/swship/>

Acceptance of the Asset Owner Principles: <https://nenkin.jpn.panasonic.com/aop/index.html>

【Principle 3.1 Full Disclosure】

(1) Company objectives (e.g., business philosophy), business strategies and business policy
The Panasonic Group's mission is to achieve "an ideal society with affluence both in matter and mind." In 1932, the founder set forth a 250-year plan, consisting of ten successive phases of 25 years, to reach the ideal society he envisioned. To fulfill this mission, since its founding, the Company has placed "contributing to the improvement of people's lives and the development of society through business activities" at the core of its management philosophy. The Company has continuously worked to address social issues of the times and to contribute to people's happiness through its business endeavors.

In pursuit of this ideal society, long-term social challenges such as global warming, depletion of natural resources, and the extension of healthy lifespan are anticipated, with some already becoming apparent. To confront these social issues and to enhance the accuracy of the Company's 250-year plan, its group has focused on two core values: "Contributing to solving global environmental issues" and "Well-being in society and people's lives."

Regarding "Contributing to solving global environmental issues," the Company will leverage its group's collective knowledge and technological capabilities related to electrification, energy saving, energy transition, and resource circulation to expand its contribution to CO2 reduction. For "Well-being in society and people's lives," the Company aims to provide solutions that enable society to develop more harmoniously and for each individual to feel more happiness. The Company will utilize diverse connections with customers and leverage digital and AI technologies to propose personalized value.

Furthermore, the Company will focus on Group's management reform in the fiscal year 2026, aiming to resolve structural and fundamental issues to strengthen its management foundation. The Company will accelerate revenue improvement through structural reforms of fixed cost structures and business portfolio management through three main initiatives: "Lean Headquarters and Indirect Departments," "Implementation of measures for business with Issues (Identifying Low-profit Businesses)," and "Focus on the Solutions Area." For detailed information, please refer to [Principle 5-2: Formulation and Disclosure of Management Strategies and Plans].

Basic Business Philosophy:

<https://holdings.panasonic/global/corporate/about/philosophy.html>

(2) Basic view and policy on corporate governance

The Company has worked on the corporate governance under its basic philosophy " a company is a public entity of society", and established the corporate governance system based on the Board of Directors and Audit & Supervisory Board Members (A&SB Members) / Audit & Supervisory Board (A&SB). The Board is responsible for deciding important operational matters for the whole Panasonic Group and monitoring the execution of business by Directors. A&SB Members / A&SB are independent from the Board and responsible for auditing the performance of duties by Directors.

The Company conducts the following activities to enhance effectiveness of its corporate governance.

1. Secures the rights and equal treatment of shareholders
2. Endeavors to appropriately cooperate with stakeholders such as employees, customers, business partners and local societies with the recognition that its sustainable growth is brought about as a result of receiving resources and contributions from such stakeholders.
3. Appropriately discloses corporate information and ensure transparency of the management.
4. Given its fiduciary responsibility and accountability to shareholders, the Board of Directors set the broad direction of corporate strategy, establish an environment where appropriate risk-taking is supported and carry out effective oversight of Directors and management from an independent and objective standpoint.
5. Engages in constructive dialogue with shareholders in order to contribute to the sustainable growth and the increase of corporate value over the mid- to long-term.

(3) Board policies and procedures in determining the compensation of the senior management and Directors

The remuneration system for Directors (other than Outside Directors) consists of fixed base salary, performance-based remuneration as an incentive reflecting short-term and medium-term business results,

and restricted shares as remuneration as a long-term incentive. However, in light of fiscal year 2026 being a year focused on group management reform, the medium-term performance-linked portion has been suspended. The remuneration system for Outside Directors and A&SB Members consists only of base salary in the light of their supervisory roles. Outside Directors who serve as members of the Nomination Advisory Committee and the Compensation Advisory Committee are each paid a committee member allowance.

The Company will consider appropriate performance-based compensation and share-based compensation for mid-term periods beginning in fiscal 2027, taking all relevant factors into account. Remuneration to Directors and A&SB Members is subject to the maximum total remuneration to all Directors and all A&SB Members, respectively, that is approved by a shareholders meeting's resolution. With regard to the amount of base salary and performance-based remuneration to each individual and the number of restricted shares granted as remuneration to each individual in each fiscal year, the Compensation Advisory Committee affirms their conformity to the remuneration policies by referring to external objective data, etc., and reports the results of its validity examination to the board of directors. The board of directors leaves the decisions to the discretion of the Representative Director and President, who objectively comprehends and supervises the Company's overall business execution. Remuneration to A&SB Members is determined by A&SB Members, subject to the maximum total remuneration to all A&SB Members that is approved by a shareholders meeting's resolution. The same remuneration system, as the one applicable to the Company's Directors (other than Outside Directors) applies basically to the Company's Executive Officers not serving concurrently as Directors. A remuneration system similar to the one applicable to the Company's Directors (other than Outside Directors) applies to the Presidents of the Company's major Operating Companies, given their roles in enhancing the corporate value of the Panasonic Group. The validity of all these systems is discussed by the Compensation Advisory Committee.

For further details, please refer to "IV. Information on the Company 4. Corporate Governance, etc. (4) Remuneration for Directors and Audit & Supervisory Board Members (A&SB Members) in its securities report, which can be found at the following link:

Securities Report (FY2025 [118th term]):

<https://holdings.panasonic/global/corporate/investors/library/securities-report.html>

(4) Policies and procedures in the appointment and dismissal of the senior management and the nomination of Director and A&SB Member candidates

i) Policy

Regarding Directors, in light of the broad and diverse nature of its businesses, the Company appoints, in a well-balanced manner, those who have broad knowledge, experience and

qualification. Regarding Outside Directors, the Company appoints, from among such as management or experts of external entities, those who have knowledge and extensive expertise, that is difficult to be brought if it is relying only on Inside Directors. The Company, also, considering importance of independency of an appointee, appoints Outside Directors, from the perspective that there is no conflict of interest between the Company and the appointee, and that the appointee can increase and enhance the effectiveness of the oversight of the Board based on objective and neutral standpoint.

Regarding A&SB Members, the Company appoints those who have knowledge, experience and qualification for exercising their responsibilities and duties. Also the Company appoints A&SB Member who has substantial finance, accounting and legal knowledge.

Regarding Outside A&SB Members, the Company appoints, from among such as management of external entities, lawyer and certified public accountant, those who have knowledge and extensive expertise, that is difficult to be brought if it is relying only on Inside A&SB Members. The Company, also, considering importance of independency of an appointee, appoints Outside A&SB Members, from the perspective that there is no conflict of interest between the Company and the appointee, and that the appointee may increase and enhance the effectiveness of the auditing by A&SB Members on the execution of business by Directors based on objective and neutral standpoint. Please refer to **【Principle 4.9 Independence Standards and Qualification for Independent Outside Directors with regard to the qualification for the Company's Outside Directors/ Outside A&SB Members.】**

Eligible Executive Officers include those responsible for the Group governance, important management agendas across the Group, and external affairs. Personnel with the knowledge, experience, and capabilities appropriate for these positions are appointed after deliberations by the Nomination Advisory Committee.

With respect to the dismissal of Directors, if a Director remarkably lacks in qualification as a Director because of violation of laws and regulations, involvement in unfair, dishonest or suspicious acts undermining confidence as a Director, or a decline in business or for other reasons, as set forth in the Rules for Directors, the proposal of dismissal to the General Meeting of shareholders, exclusion of such director from the candidates for the next director, and other necessary actions are resolved in accordance with the procedures set forth in the Rules for Directors. Regarding dismissal of Executive Officers, if an Executive Officer remarkably lacks in qualification as an Executive Officer because of violation of laws and regulations, involvement in unfair, dishonest or suspicious acts undermining confidence as an Executive Officer, or a decline in business or for other reasons, as set forth in the Rules for Executive Officers, the Board of Directors shall resolve the necessary actions. The members of the Nomination Advisory Committee may propose the timing for replacement of the Group CEO.

ii) Procedure

The Company has established a voluntary Nomination Advisory Committee, chaired by an Independent Outside Director. Regarding candidates for directors, executive officers, and auditors, the committee reviews the internal deliberation results based on inquiries from the Board of Directors, discusses them, and then reports the findings to the Board of Directors. The final decision is made by the Board of Directors based on these recommendations. Additionally, for candidates for auditors, the company obtains the approval of the Audit & Supervisory Board prior to the Board's decision.

(5) Explanations with respect to the individual appointments and nominations

Work records and the reasons of appointment for Directors and A&SB Members are stated in the reference materials for the general meeting of shareholders. The reasons of appointment for Outside Directors and Outside A&SB Members are also stated in Reason of Appointment of Relationship with the Company (2) of II.1. [Directors] and [Audit & Supervisory Board Members (A&SB Members)/Audit & Supervisory Board (A&SB)] in this report.

Notice of the ordinary general meeting of shareholders:

<https://holdings.panasonic/global/corporate/investors/shareholders-meeting.html>

【Supplementary Principle 3.1.3 Initiatives for sustainability and others】

(1) Initiatives for sustainability

The Panasonic Group's mission is to achieve "an ideal society with affluence both in matter and mind." This is grounded in the dream of achieving prosperity both in matter and mind, which is the ideal state of society that its founder Konosuke Matsushita envisioned and pursued. In 1932, the founder set forth a 250-year plan, consisting of ten successive phases of 25 years, to reach the ideal society he envisioned. For its Group, "sustainability management" is the pursuit of this mission. The Company will strive to address social issues through its business activities and contribute to a more prosperous and sustainable society thereby enhancing its corporate value. Through these consistent efforts, the Company aims to achieve its goal to realize "an ideal society with affluence both in matter and mind."

Specific initiatives for sustainability are disclosed in its securities report under "Section 2: Business Status – 2. Approach and Initiatives for Sustainability," as well as on its sustainability website, etc.

(2) Investment in human resources

In his management, the founder of its Group, Konosuke Matsushita, placed significance on nurturing and developing people so that they can thrive based on his philosophy of "Develop people before making products." We inherit this philosophy and are practicing human capital

management under an unwavering core of its Basic Business Philosophy to make the most of the human resources that the Company is entrusted by society as its capital.

The management in its Group is not conducted by the top executives alone. Under the idea of "employee entrepreneurship," each and every employee regards themselves as responsible for the tasks of their own. Furthermore, the Company also puts emphasis on "the participative management through collective wisdom," where the diversity and abilities of all employees are utilized for management. The Basic Business Philosophy shows how its "autonomous responsible management" is attained through both axes of "employee entrepreneurship" and "the participative management through collective wisdom."

In April 2023, the Company established Panasonic Leadership Principles (PLP) as a guideline of conduct to put its Basic Business Philosophy into practice. Under this guideline, every employee, regardless of their rank, aims for a higher level of leadership.

Its Goals To further accelerate the transformation and growth of the Group, the Company needs to face the challenges as mentioned above, encourage each and every employee to take on new challenges, and create a better environment in which people and the organization can grow together. Thus, to achieve "an ideal society with affluence both in matter and mind," the Company determined to aim for a company where every employee can 'UNLOCK' their potential by themselves, by taking bold and positive challenges beyond others' expectations and maximizing their skills and abilities. To realize this vision, the Company is promoting initiatives such as "Organizational Culture Transformation," "Development and Appointment of Diverse Transformational Leaders to Shape the Future," "HR Modernization," and "Creating a Safe, Secure, and Healthy Workplace."

For more details about these specific initiatives, please refer to "II. Business Overview 2. Disclosure of Sustainability-related Undertakings" in its securities report, its Sustainability Data Book, and its Integrated Report.

(3) Investment in intellectual property

Since its foundation, the Panasonic Group has always placed an emphasis on intellectual property based on the idea that business is founded on intellectual property. The Group's intellectual property strategy and activities are being promoted with discussions and oversight from the Board of Directors. The Company continues to work toward business growth and corporate value today, but what has changed is that it has begun to take aim at solving some of the social issues through its acquisition, management, and effective use of intellectual property. Specifically, its Sustainability Data Book introduces its policy, intellectual property activities that contribute to its mechanism of patent consolidation to create group synergies, responsible executive, framework, major approaches, visualization of CO2 reduction effects driven by intellectual property initiatives, education & awareness-rising, consultation & whistleblowing and evaluations regarding the Group's intellectual property. In addition, the

website of the Group's Intellectual Property Department introduces the purpose of Panasonic intellectual property, and "IP JUNCTION" and "Technology Index" related to co-creation activities. The Company's Integrated Report showcases the intellectual property strategy framework formulated through discussions at the Board of Directors, and Current Status and Initiatives Concerning Environmental-Related Patents and Similar Assets.

The Company's R&D expenditure in fiscal 2025 was 477.8 billion yen (R&D expenditure to sales ratio: 5.6%), and the total number of applications for patent registration, utility model registration and design registration was approximately 16,000 (including approximately 9,000 overseas). As of the end of March 2025, the Company held totaled approximately 95,000 patents, utility model and design rights (including approximately 53,000 overseas) and totaled approximately 15,000 trademarks (including approximately 11,000 overseas).

Securities Report (FY2025 [118th term]):

<https://holdings.panasonic/global/corporate/investors/library/securities-report.html>

Sustainability Website:

<https://holdings.panasonic/global/corporate/sustainability.html>

Sustainability Data Book:

<https://holdings.panasonic/global/corporate/sustainability/data-book.html>

Integrated Report:

<https://holdings.panasonic/global/corporate/investors/library/annual-report.html>

Panasonic Group Intellectual Property Department website:

<https://holdings.panasonic/global/corporate/about/intellectual-property.html>

【Supplementary Principle 4.1.1 The Scope of Matters Delegated to Management by the Board of Directors】

The Board of Directors entrusts authority to the Operating Companies, and achieves a fast-moving decisionmaking process centered on the Operating Companies. It also decides the Group's mid-to long-term strategies and important Group matters, and concentrates on Group direction through Group governance and risk management, in order to make important decisions for the Group and conduct sound and suitable monitoring. Therefore, pursuant to internal rules (Rules for Meetings of the Board of Directors, Matters to be Discussed at Board of Directors Meeting, Rules of Approval for Decision-making in Important Matters, etc.), matters to be discussed by the Board of Directors shall be limited to those that require a resolution of the Board of Directors in accordance with laws and regulations and the Articles of Incorporation, important matters related to the Group management, and transactions exceeding a certain threshold amount specified by category. Decisions on the execution of other business shall be delegated to the Executive Officers in charge of management.

【Principle 4.8 Effective Use of Independent Outside Directors】

The Company currently elects seven (7) Outside Directors who constitute a majority of Board of Directors, and all Outside Directors are notified as "Independent Directors / Audit & Supervisory Board Members" required by financial instruments exchanges such as Tokyo Stock Exchange. Please refer to 4. of i) Policy of Principle **【3.1 Full Disclosure for the qualification of independent Outside Directors】** which the Company requires of independent Outside Directors. Additionally, as voluntary advisory board to the Board of Directors, the Nomination Advisory Committee and the Compensation Advisory Committee have been established, each composed of a majority of independent outside directors, with the chairpersons of both committees being outside directors.

In addition, the Company has established an Outside Officers Committee consisting of Outside Directors and Outside A&SB Members to actively exchange information and opinions so that Outside Directors can fully demonstrate their knowledge in discussions at the Board of Directors meetings.

【Principle 4.9 Independence Standards and Qualification for Independent Outside Directors】

The Company defined the outline of the independence standards for independent Directors / Audit & Supervisory Board Members (A&SB Members) that the Company established based on the independence standard required by financial instruments exchanges such as Tokyo stock exchange.

The following persons are not considered independent.

- (1) A person executing the operations of a parent company or a subsidiary of the parent company of the Company (Including a person who corresponds to such a person recently or previously, hereinafter, "executing person")
- (2) A person whose major business partner is the Panasonic Group or an executing person of the same, or a major business partner of the Panasonic Group or an executing person of the same
- (3) A consultant, accounting expert, or legal expert who receives a significant amount of money or other property from the Panasonic Group other than compensation as a Director / A&SB Member. If the person who receives such property is an organization such as a legal entity or association, a person who belongs or belonged to the organization corresponds to the relevant person.
- (4) A principal shareholder of the Company (If the principal shareholder is a legal entity, an executing person of such legal entity)
- (5) A close relative listed in items (1) to (4) (A second-degree or closer relative applies. The same applies hereinafter.) or a close relative of an executing person of the Company or a

subsidiary of the Company (If an Outside A&SB Member is appointed to as an Independent Director / A&SB Member, a person who is or who was a non-executing director / accounting advisor is included in the executing person.)

(Notes)

i) In the items (1), (2), (4) and (5) above, an "executing person" corresponds to any of the following.

- An executive director, an executive officer (shikkouyaku) or a director / A&SB Member who executes business of a legal entity, etc.
- An employee who executes business, a person responsible of serving duties of an employee who executes business of a legal entity in the case that the legal entity is an employee who executes business, or other such equivalent person
- An employee

Also, the wording "recently" shall be assumed to be the point of time when the content of the bill of the general meeting of shareholders electing the person as a director or an A&SB Member is decided, and the wording "previously" shall be assumed to be within the last three years.

ii) In the item (2) above, "major" shall be applied to the case in which the amount of the transaction between the Panasonic Group and a business partner exceeds 2% of either of their annual consolidated net sales.

iii) In the item (3) above, "a significant amount" shall be applied to the case in which the person oneself who provides a service (individual) or the organization such as a corporation or association to which a service provider belongs, in providing a service to the Panasonic Group, corresponds to any of the following. "A person who belongs or belonged" includes not only a partner, but also an associate as it is so called.

- A person oneself who provides a service: Receives compensation of more than or equal to 12 million yen per year from the Panasonic Group.
- An organization to which a service provider belongs: The amount of the transaction between the Panasonic Group and the organization exceeds 2% of either of their annual consolidated net sales.

"A person who belonged to an organization" shall be assumed to be identified based on whether the person belonged to the organization within the last three years.

iv) In the item (4) above, "a principal shareholder" shall mean a shareholder holding 10% or more of the voting rights of the Company.

v) In the item (5) above, "A person who was a non-executive director / accounting advisor" shall be assumed to be identified based on whether the person was in the position within the last three years.

Please refer to **【Principle 3.1 Full Disclosure】** 4. i) Policy with regards to Qualification for independent Outside Directors

【Supplementary Principle 4.10.1 Nomination/ Compensation Advisory Committee】

The Company establishes voluntary advisory committees to the Board of Directors: the Nomination Advisory Committee and the Compensation Advisory Committee. Each committee will have an Outside Director serve as its chairperson, and the majority of the members will be composed of Outside Directors to ensure independence, objectivity, and transparency. By incorporating the opinions of Outside Directors who possess extensive knowledge and diverse perspectives, each Committee aims to conduct more effective discussions.

i) Nomination Advisory Committee

This committee will receive inquiries from the Board of Directors and will make recommendations regarding the appointment, dismissal, and reappointment of the Company's Members of the Board of Directors, A&SB Members, executive officers, and Presidents of Operating Companies, as well as the succession plan for the Group CEO and discussions on the members of Outside Directors. The members proposed for this committee are Outside Director Shinobu Matsui (chairperson), Outside Director Michitaka Sawada, Outside Director Keita Nishiyama, and Representative Director, President Yuki Kusumi.

ii) Compensation Advisory Committee

This committee will receive inquiries from the Board of Directors and will make recommendations regarding the compensation system for the Company's Members of the Board of Directors, executive officers, and Presidents of Operating Companies. The members proposed for this committee are Outside Director Shinobu Matsui (chairperson), Outside Director Michitaka Sawada, Outside Director Ryusuke Shigetomi and Representative Director, President Yuki Kusumi.

【Supplementary Principle 4.11.1 Disclosure of View on Diversity and Size of the Board of Directors】

The term of each Director is limited to one (1) year and all Directors are reelected at an annual general meeting of shareholders. The structure of the Board of Directors makes it possible to appropriately apply decisions of shareholders to management. The Board of Directors is composed of thirteen (13) Directors (of which four (4) are women). With consideration for the skills required by the Panasonic Board of Directors, it seeks to ensure diversity of the knowledge, experience, and qualifications of the Board of Directors as a whole. The

Company appoints seven (7) Outside Directors, who can be expected to provide valuable opinions for decisions related to operations and supervision of Director duties based on their extensive careers outside the Company and high levels of knowledge. The Chairperson of the Board is an independent Outside Director.

The Company discloses the expertise of directors (skill matrix) in the Reference Documents for the General Meeting of Shareholders.

<https://holdings.panasonic/global/corporate/investors/shareholders-meeting.html>

【Supplementary Principle 4.11.2 Restrictions on Concurrent Positions of Directors and Audit & Supervisory Board Members (A&SB Members); Disclosure of Status Thereof】

To the extent that it does not hinder their roles or duties within the Company, Directors (excluding Outside Directors), and Executive Officers may take positions as directors or audit & supervisory board members of other companies or as representative officers of important government, national and local bodies, or the like by consulting with the Group CHRO and obtaining the Group CEO's approval pursuant to the "Rules of Approval for Decision-making in Important Matters." The Company has also established the Committee for the Determination of Concurrent Holding of Positions, chaired by the Group CHRO, to evaluate risks associated with concurrent positions for the Company. Important concurrent positions held by Directors (including Outside Directors) and A&SB Members (including Outside A&SB Members) are stated in the reference materials of the ordinary general meeting of shareholders each year.

<https://holdings.panasonic/global/corporate/investors/shareholders-meeting.html>

【Supplementary Principle 4.11.3 Analysis and Evaluation of the Board of Directors Effectiveness】

The Company conducts an annual survey to evaluate the effectiveness of the Board of Directors to all the Board members who attend the Board of Directors meetings. The results are reported at the Board of Directors meetings as one of the agenda items, and issues and improvement measures raised by the members of the Board of Directors are discussed. Based on the results of these discussions, the Company continuously builds up a PDCA cycle by considering and implementing measures to improve the structure and operation of the Board of Directors, leading to improvement of the effectiveness of the Board of Directors and strengthening of governance.

i) Important fiscal 2025 measures based on the effectiveness evaluation in the previous fiscal year

The following are the primary measures that were carried out in fiscal 2025.

- Conducted discussion focused on Group management reforms and the business portfolio management, and time outside of the Board of Directors meetings was also actively used for discussion.
- Reinforced reporting of dialogue and engagement with shareholders to the Board of Directors, which was utilized to inform discussions on Group management reforms.
- Monitored business in key investment areas of the Group.

ii) Fiscal 2025 evaluation of the Board of Directors effectiveness

The Company has reviewed the timing for conducting evaluations of Board of Directors effectiveness, and has decided to conduct them from March to May of each year to match the cycle of Director terms of office. The approach to evaluations of the Board of Directors effectiveness was also discussed by a committee of Outside Directors and Outside Audit & Supervisory Board Members and was reviewed based on the opinion that focusing on interviews would be more effective than the current system of quantitative measurement using four evaluation levels.

At the fiscal 2025 evaluation, the Board of Directors Secretariat conducted interviews and a free-response preliminary survey to effectively carry out the interviews. An overview of the survey and the interview is as shown below.

-Implementation Period: March 28, 2025 - April 9, 2025 (Preliminary Survey)

April 15, 2025 - May 14, 2025 (Interview)

-Survey subjects: Directors, A & SB Members, Executive Officers in attendance

-Survey format: Total three questions (free answer format)

-Items of the survey:

- 1) Positive points looking back on the fiscal 2025 Board of Directors
- 2) Points that require improvement in strategic discussions during fiscal 2026, and points where discussion was felt to be inadequate
- 3) Concerning the fiscal 2026 priority agenda

-Items of the Interview: In-depth exploration of the preliminary survey responses and recognition of issues for each interviewee.

- Evaluation Results Report: Shared by the Board of Directors Secretariat at the Board of Directors meeting held on May 29, 2025.

iii) Results and Issues of the Effectiveness Evaluation of the Board of Directors

Based on the results of the survey and interviews, it was evaluated that "fiscal year 2025 was the year in which the Board of Directors members united in enhancing the Company's corporate value, and the Outside Directors and executive side collaborated effectively in decision-making for management reform, demonstrating the highest effectiveness in the past." On the other hand, to further clarify the vision and growth strategy that the company group

aims for, it was identified as an issue that focused discussions on growth strategy should be conducted in fiscal 2026, and mechanisms for effective discussions (agenda design, clarification of discussion points, and further enhancement of information provision to the Board of Directors, etc.) need to be considered. In response to the evaluation results, discussions were held among the Board of Directors members elected at the General Meeting of Shareholders scheduled for June 23, 2025, regarding improvement measures for the current issues of the Board of Directors and the annual agenda, with the aim of formulating the operational policy for the Board of Directors in fiscal 2026.

iv) Improvement Measures and Operating Policy for Issues

At the Board of Directors meeting held on July 30, 2025, discussions were held regarding the improvement measures for issues identified through the effectiveness evaluation, and a proposal was made to implement the following initiatives:

- 1) Following the appointment of an Outside Director as Chairperson of the Board, agendas and related matters will be confirmed monthly through discussions between Chairperson of the Board and the Group CEO.
- 2) Conducting Monthly discussions to monitor the progress of Group Management Reforms and to formulate the next medium-term group strategy.
- 3) Reinforcement of oversight concerning compliance issues.
- 4) To facilitate effective discussions, the following measures will be implemented:
 - Sharing agenda materials approximately one (1) week prior to the Board meeting.
 - During the Board meeting, ensuring that proposers include explanations of the discussions held in the PHD Strategy Meeting.

Regarding the operation of the Board of Directors, we will also utilize the committee of Outside Directors and Outside A&SB members to conduct ongoing reviews and implement further improvements, continually striving to enhance the effectiveness of the Board.

<Evaluation of A & SB effectiveness>

Duties of the Company's A&SB Members included attendance at Board of Directors Meetings, monitoring the status of supervising execution of Director duties, and stating opinions when recognized as necessary. In addition, the decision-making process for important Group matters and the conditions of discussion at important meetings were checked, and the status of execution of duties by the President and Chief Executive Officer, Presidents of the operating companies, and functional top management was monitored. A&SB Members participated in the quarterly PHD ERM Committee meeting, and attended as observers at the quarterly PHD's Internal Audit Committee meeting which is the controlling institution for internal audit functions. In addition to receiving reports of the results of audits and other

information from the internal auditing group, the A&SB Members, internal auditing group, and Accounting Auditors all met together to exchange information on matters such as risk assessments and plans for visits at the start of the year, as well as changes in the audit contents, identified items, and risk assessments, and engaged in other audit and supervisory activities intended to strengthen Group governance. At the A&SB meetings, based on the system of independent action, A&SB Members who have different expertise and knowledge openly discuss the contents of the above audit and supervisory activities, and form opinions and other information to be delivered to the Board of Directors and executive divisions.

In order to continually improve the effectiveness of audit and supervisory activities, the A&SB conducts an evaluation of A&SB effectiveness at the end of each fiscal year. In addition to a quantitative evaluation of effectiveness based on a total of 40 evaluation items from perspectives such as action based on Corporate Governance Code, the effectiveness evaluation identified specific issues proposed by each A&SB Member, and worked to identify items for improvement. Issues and improvements proposed by A&SB Members are discussed and the action to be taken is decided. The results are applied to the Audit Plan for the following fiscal year.

In fiscal 2025, when the A&SB conducted interviews regarding the status of duty execution with the President, Presidents of operating companies, and others, it received reports focused on the subjects proposed in advance by the A&SB, then secured sufficient time to focus on exchange of opinions and questioning in order to make discussions more effective. Outside A&SB Members accompanied visiting audits conducted by A&SB Members, and implemented measures such as conducting audits of operating conditions from wide-ranging perspectives, working to improve the effectiveness of the A&SB. The A&SB discussed the results of the effectiveness evaluation that was conducted at the end of fiscal 2025 and concluded that "it is functioning effectively." For issues and other matters which were identified at discussions, measures in response will be decided and continual efforts will be made to improve the effectiveness of the A&SB.

【Supplementary Principle 4.14.2 Disclosure of its Training Policy for Directors and A&SB Members】

The Company provides opportunities for its Directors and A&SB Members to gain a deeper understanding of their expected roles and responsibilities upon their installation, and acquire the necessary knowledge to fulfill those roles and responsibilities.

Its Internal Directors and full-time Senior A&SB Members are given opportunities to participate in the Internal Seminar for Management which is regularly held for its executives and Operating Company executives, and features experts and other companies' managers as lecturers, in order to further enhance their knowledge of management, corporate governance,

compliance, and other related areas. They are also given opportunities to participate in external lectures and training sessions as appropriate.

Its Outside Directors and Outside A&SB Members receive onboarding training upon their installation so that they can gain a deeper understanding of its management strategies, business operations, and key business strategies. During their tenure, they are given opportunities to visit its major business sites and factories and to interact with business division executives. Moreover, they are provided with advance briefings on important agenda items outside of Board of Directors meetings and information on management-related matters through its Management Information website.

【Principle 5.1 Policy for Constructive Dialogue with Shareholders】

(1) Basic Policy

Under its basic philosophy, "A company is a public entity of society," the Company has committed to highly transparent business activities and endeavored to be accountable its accountability to its stakeholders. Against the backdrop, through constructive dialogue with shareholders and investors by management and the IR department, the Company is promoting proactive IR activities that contribute to the sustainable growth of the Company and the enhancement of corporate value over the mid-to long-term, in collaboration with related departments. the Company's specific approach to information disclosure is set forth in the "Panasonic Group Compliance Code of Conduct", which embodies the Management Philosophy and sets forth specific items to be fulfilled in conducting business activities while practicing compliance. The basic policy on information disclosure, together with practical standards, methods and internal systems, are published in the "Disclosure Policy" on the Company's website.

(2) Structure pursuing constructive dialogue

i) Dialogue between management and shareholders

Group CFO is responsible for Investor Relations (IR) activities. Mainly the Group CEO, the Group CFO, and each President of the Operating Companies engage in dialogues with shareholders and investors at financial announcements and individual meetings, etc.

ii) IR Department

Investor Relations section, Corporate Controlling and IR Office, Corporate Finance, Controlling and IR Department is in charge of planning, making policy of overall IR activities, and day-to-day communication with shareholders and investors.

iii) Collaboration with related Department

To promote dialogue with shareholders and investors, Investor Relations section, Corporate Controlling and IR Office, Corporate Finance, Controlling and IR Department takes the lead in building a cross-functional structure for collecting integrating internal information in cooperation with Corporate Planning Group and the Corporate Public Relations Center, and the Accounting Department as well as the Accounting, Corporate Planning and Public Relations Departments of the Operating Companies (collectively "IR related Department"). The IR Section works to strengthen collaboration, such as by regularly summarizing the voice of the capital market in the form of reports and sharing them with the IR related Department.

iv) Structure for disclosure

The Company has established a structure in which matters required to be disclosed under relevant laws and ordinances in Japan and overseas or the rules of financial instruments exchanges or any other regulations shall be immediately reported to the Investor Relations section, Corporate Controlling and IR Office, Corporate Finance, Controlling and IR Department and the Accounting Department, and disclosed timely and accurately.

Moreover, the Company has established disclosure control procedures in order to implement fair, accurate and timely disclosure of information, such as corporate information about Panasonic Group. In the process of preparation and confirmation of reports such as annual securities reports, the Disclosure Committee, which is comprised of general managers of the Company's principal departments that handle relevant information, confirms and approves the validity of the content of the descriptions and the appropriateness of the procedures concerning the disclosure under the supervision of the Group CEO and the Group CFO.

(3) IR activities aside from individual meetings

i) Institutional Investors and Security Analysts

The Company conducts presentation meetings of quarterly financial results announcements, annual presentation regarding business policy of the Company and the Operating Companies, as well as tours to individual business sites. Also, for overseas investors, the Company holds presentation meetings utilizing conference hosted by financial institutions.

ii) Individual Investors

The Company, for timely disclosure to individual investors, actively discloses its management information through the Company's official website and etc.

(4) Relaying shareholders views to the management

The views and concerns for management issues obtained from shareholders and investors through IR activities are appropriately shared as the feedbacks with senior managements in internal meetings such as the PHD Executive Committee. These views and concerns are also

shared to relevant departments such as Operating Companies through IR related Department, and are utilized to improve quality of management as appropriate. After holding briefings on financial results and business policies, the Company also reports at the Board of Directors meeting the reactions of the capital market, such as the voices of investors and analysts and movements in stock prices, as a reference for discussions on enhancing corporate value during the Board of Directors meeting.

(5) Controlling insider information

The Company sets forth in the Panasonic Group Code of Ethics & Compliance that employees never engage in insider trading, abiding relevant laws and ordinances in Japan and overseas. Also the Company establishes the internal rule to prevent insider trading for all directors, executives, and employees of Panasonic Group including those of IR related Departments. Also, managements including the Group CEO and person in the IR related Departments are fully aware of the significance of handling insider information, and promote to engage fair dialogue to avoid conducting a selective disclosure*.

In concrete terms, the Company sets "silent period" from 15 business days prior to the financial announcement until the day of the announcement. The Company does not engage in a preview interview about the financial announcements, even if it is outside the "silent period", refraining from having dialogues about financial outlook that has not been disclosed.

* To individually provide the material nonpublic information to specific business partners, investors, security analysts or media, regardless of intention.

【Supplementary Principle 5-1 Status of Dialogue with Shareholders】

Please refer to its Integrated Report's "Status of Dialogue with Capital Markets" section for an explanation of its Main IR activities, Main topics of interests in capital markets, and Key feedback to management.

Also, on November 30, 2023, the Company conducted dialogues between two (2) outside directors of its company and approximately sixty (60) domestic and international institutional investors.

Integrated Report:

<https://holdings.panasonic/global/corporate/investors/library/annual-report.html>

(Video) Dialogue between Outside Directors and Institutional Investors (November 30, 2023):

<https://holdings.panasonic/global/corporate/investors/presentations.html#20231130>

【Principle 5.2 Establishing and Disclosing Business Strategies and Business Plans】

Panasonic group transformed into a Operating Company Structure (Holding Company Structure) in April 2022 and has been implementing a three-year mid-term strategy since fiscal year 2023. Although it achieved the set cumulative operating cash flow, which was a key management indicator (KGI), it fell short of its targets for ROE (Return on Equity) and cumulative operating profit. The reasons for this include the inability of growth investments in priority areas and other businesses to translate into improved profitability and competitiveness, as well as increased fixed costs associated with the shift to an operating company structure. These factors left challenges in the "competitiveness and profitability" of each business and "indirect costs."

Accordingly, based on the group management reform policy announced by our company on February 4, 2025, the Company will focus on reforming group management in fiscal year 2026, addressing structural and fundamental issues and strengthening its management foundation. Its initiatives will center around three pillars: "Lean headquarters and indirect departments," "Implementation of measures for business with issues (identifying low-profit businesses)," and "Focusing on the Solutions Area." The Company aims to improve profitability through fixed-cost structure reforms and accelerate business portfolio management.

Regarding "Lean headquarters and indirect departments," the Company will optimize personnel across its company and group subsidiaries, primarily in headquarters and indirect functions, to reduce fixed costs. The Company will also consolidate manufacturing, logistics, and sales bases to improve efficiency. Furthermore, the Company will enhance productivity through digital transformation (DX) mainly in indirect and sales departments, aiming for further fixed-cost reductions. Additionally, the Company will work on improving profitability in business areas where it has previously made upfront investments.

For "Implementation of measures for business with Issues," by fiscal year 2026, the Company will identify and make strategic decisions regarding challenged businesses (those with ROIC below the business-specific WACC and limited growth potential) and those requiring restructuring or relocation.

Regarding "Focusing on the Solutions Area," the Company has defined three key areas: the "Solutions area" which will be the Company's main focus, and the "Devices Area" and the "Smart Life Area" which will support its profit base. To create synergies across the group in the prioritized solution domain, the Company will dissolve Panasonic Corporation, which handles the consumer lifestyle business, and reorganize its subsidiaries into standalone business companies. Additionally, the home appliance business will be positioned within the Smart Life Area, and the Company plans to establish a dedicated company consolidating its home appliance operations to focus on the home appliance market and aim for reconstruction. Through these group management reforms, the Company aims to achieve over 150 billion yen in profit improvement by fiscal year 2027 (compared to fiscal year 2025 baseline), and over

300 billion yen (cumulative) by fiscal year 2029. Furthermore, the Company targets an ROE of over 10% and an adjusted operating profit margin of over 10% by fiscal year 2029.

(Note) The effect baseline is the projected annual adjusted operating profit as of the third quarter of fiscal year 2025.

Group Management Reform (Presentation materials by Group CEO, February 4, 2025)

<https://holdings.panasonic/jp/corporate/investors/presentations.html>

Progress of Group Management Reform (Presentation materials by Group CEO, May 9, 2025)

<https://holdings.panasonic/jp/corporate/investors/presentations.html>

Integrated Report (messages from the Group CEO& CFO, Topics “Focus Areas of Solutions”, August 28, 2025)

<https://holdings.panasonic/global/corporate/investors/library/annual-report.html>

【Measures for Achieving Management Conscious of Capital Costs and Stock Prices】

【updated on August 28, 2025】

The Company’s Board of Directors are strengthening discussions on business portfolio and continuously conducting discussions on the analysis and improvement of capital profitability. Regarding this matter, details are provided in the report under **【Principle 1-3 Basic Strategy for Capital Policy】**and **【Principle 5.2 Establishing and Disclosing Business Strategies and Business Plans】** in this report.

2. Capital Structure

Percentage of Shares Held by Foreign Investors	Not less than 30%
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[Status of Major Shareholders]

Name / Company Name	Number of Shares Owned	Percentage (%)
The Master Trust Bank of Japan, Ltd. (trust account)	381,443,700	16.33
Custody Bank of Japan, Ltd. (trust account)	201,705,600	8.63
STATE STREET BANK WEST	48,610,521	2.08

CLIENT - TREATY 505234 (Standing proxy: Mizuho Bank, Ltd. Payment Sales Department)		
Nippon Life Insurance Company	48,339,214	2.07
STATE STREET BANK AND TRUST COMPANY 505001 (Standing proxy: Mizuho Bank, Ltd. Payment Service Department)	43,276,489	1.85
MOXLEY AND CO LLC (Standing proxy:Mizuho Bank, Ltd. Payment Service Department)	38,209,509	1.63
Sumitomo Life Insurance Co.	37,465,800	1.60
GOVERNMENT OF NORWAY (Standing proxy: Citibank, N.A. Tokyo Branch)	35,675,039	1.52
JP MORGAN CHASE BANK 385781 (Standing proxy: Mizuho Bank, Ltd. Payment Sales Department)	32,635,747	1.39
Matsushita Real Estate Co., Ltd.	29,121,528	1.24

Controlling Shareholder (except for Parent Company)	N/A
Parent Company	None

Supplementary Explanation

- 1 .Status of Major Shareholders is as of March 31, 2025.
2. Percentage (%) is calculated by deducting the Company's treasury stock (119,857,118) and rounded down to two decimal places.
3. The number of shares held by The Master Trust Bank of Japan, Ltd. (trust account) reflects the shares entrusted by Mitsubishi UFJ Trust and Banking Corporation and other corporations, which have been originally entrusted in their trust services.
4. The numbers of shares held by Custody Bank of Japan, Ltd. (trust account) reflects the shares entrusted by Sumitomo Mitsui Trust Holdings, Inc. and other corporations, which have been originally entrusted in their trust services.
5. Amendment to Report of Possession of Large Volume was submitted by BlackRock Japan Co., Ltd. and its ten joint holders dated September 21, 2022. The Company cannot confirm the actual status of shareholdings on the standard date of voting exercise. The shareholding status as of September 15, 2022 according to the report is as follows.

Name of Shareholder	Number of share certificates, etc. held (in thousands of shares)	Percentage of share certificates held (%)
BlackRock Japan Co., Ltd.	42,779	1.74
BlackRock Advisers, LLC	33,624	1.37
BlackRock Financial Management, Inc.	2,544	0.10
BlackRock Investment Management LLC	12,545	0.51
BlackRock (Netherlands) BV	5,189	0.21
BlackRock Fund Managers Limited	7,549	0.31
BlackRock Asset Management Canada Limited	2,466	0.10
BlackRock Asset Management Ireland Limited	16,969	0.69
BlackRock Fund Advisors	37,893	1.54
BlackRock Institutional Trust Company, N.A.	33,668	1.37
BlackRock Investment Management (UK) Limited	4,335	0.18
Total	199,567	8.13

6. Amendment to Report of Possession of Large Volume was submitted by Sumitomo Mitsui Trust Asset Management Co., Ltd. and its one joint holders dated December 22, 2020. The Company cannot confirm the actual status of shareholdings on the standard date of voting exercise.

The shareholding status as of December 15, 2020 according to the report is as follows.

Name of Shareholder	Number of share certificates, etc. held (in thousands of shares)	Percentage of share certificates held (%)
Sumitomo Mitsui Trust Asset Management Co., Ltd.	77,957	3.18
Nikko Asset Management Co., Ltd.	46,113	1.88
Total	124,071	5.06

3. Corporate Attributes

Listed Stock Market and Market Section[updated]	Tokyo Stock Exchange/ Prime
Fiscal Year-End	March
Type of Business	Electric Equipment
Number of Employees (consolidated) as of the End of the Previous Fiscal Year	Not less than 1,000
Sales (consolidated) as of the End of the Previous Fiscal Year	Not less than 1 trillion yen
Number of Consolidated Subsidiaries as of the End of the Previous Fiscal Year	Not less than 300

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

N/A

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

N/A

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

1. Organizational Composition and Operation

Organization Form	Company with Audit & Supervisory Board Members
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[Directors]

Maximum Number of Directors Stipulated in Articles of Incorporation	15
Term of Office Stipulated in Articles of Incorporation	1 year
Chairperson of the Board	Independent Outside Director
Number of Directors	13
Appointment of Outside Directors	Appointed
Number of Outside Directors	7
Number of Independent Directors	7

Outside Directors' Relationship with the Company (1)

Name	Attribute	Relationship with the Company*											
		a	b	c	d	e	f	g	h	i	j	k	
Shinobu Matsui	From another company									○			

Yutaka Matsuo	Scholar												
Kuniharu Nakamura	From another company									△			
Keita Nishiyama	From another company												
Michitaka Sawada	From another company									△			
Junko Seto	From another company												
Ryusuke Shigetomi	From another company												

* Categories for "Relationship with the Company"

* "○" when the director presently falls or has recently fallen under the category;

"△" when the director fell under the category in the past

* "●" when a close relative of the director presently falls or has recently fallen under the category;

"▲" when a close relative of the director fell under the category in the past

- a. Executing person of the Company or its subsidiaries
- b. Non-executive director or executing person of a parent company of the Company
- c. Executing person of a subsidiary of the parent company of the Company
- d. A party whose major client or supplier is the Company or an executing person thereof
- e. Major client or supplier of the Company or an executing person thereof
- f. Consultant, accountant or legal expert who receives a significant amount of money or other property from the Company other than compensation as a director/audit & supervisory board member
- g. Principal shareholder of the Company (or an executing person of the said major shareholder if the shareholder is a legal entity)
- h. Executing person of a client or supplier company of the Company (which does not correspond to any of d, e, or f) (the director himself/herself only)
- i. Executing person of a company, between which and the Company outside directors/audit & supervisory board members are mutually appointed (the director himself/herself only)
- j. Executing person of a company or organization that receives a donation from the Company (the director himself/herself only)
- k. Others

Outside Directors' Relationship with the Company (2)

Name	Designation as Independent Director	Supplementary Explanation of the Relationship	Reasons of Appointment
Shinobu Matsui	○	<p>Ms. Shinobu Matsui is an Outside Director designated as an independent director. Ms. Matsui is Senior Executive Officer of Uzabase, Inc. However, the total transaction amount between the Company and Uzabase, Inc. in fiscal 2025 was (a) less than 1% of the consolidated sales of the Company in fiscal 2025 and (b) less than 1% of the consolidated sales of Uzabase, Inc. in fiscal 2025.</p>	<p>(Reason for Appointment as an Outside Director) Shinobu Matsui has extensive knowledge and deep insight gained as a certified public accountant at a major audit corporation, and as Director and Executive Officer at an information services company. She also actively makes remarks at Board of Directors' meetings, centering on areas such as finance and accounting, DX, human resource strategies, improvements to corporate culture, and promoting diversity. As a member of the Nomination and Compensation Advisory Committee, she has also contributed to strengthening corporate governance in the Panasonic Group. She is expected to utilize her experience and knowledge to continue suitably carrying out supervision of Panasonic Group management. (Reason for Appointment as an Independent Director) Shinobu Matsui does not have any conflict of interests in light of relationships between the Company and Ms. Matsui, other entities or organizations to which she belongs, and may enhance and strengthen the effectiveness of the monitoring performed by the Board of Directors on the execution of business by Directors</p>

			from an objective and neutral standpoint.
Yutaka Matsuo	○		<p>(Reason for Appointment as an Outside Director) Yutaka Matsuo has extensive knowledge and experience related to the utilization of AI and data. He is expected to utilize his experience and knowledge to suitably carry out supervision of Panasonic Group management. Although he does not have past experience of being involved in company management other than as an Outside Director, the Company believes that he can appropriately perform his duties as an Outside Director on account of the reasons mentioned above.</p> <p>(Reason for Appointment as an Independent Director) Yutaka Matsuo does not have any conflict of interests in light of relationships between the Company and Mr. Matsuo, other entities or organizations to which she belongs, and may enhance and strengthen the effectiveness of the monitoring performed by the Board of Directors on the execution of business by Directors from an objective and neutral standpoint.</p>
Kuniharu Nakamura		<p>Mr. Kuniharu Nakamura is an Outside Director designated as an independent director. Mr. Nakamura comes from Sumitomo Corporation. However, the total transaction amount between the</p>	<p>(Reason for Appointment as an Outside Director) In addition to management experience in global conglomerate corporations, Kuniharu Nakamura has knowledge of portfolio management and deep insight into finance and investment decisions and the global landscape. He is expected to utilize his experience and knowledge to suitably carry</p>

	○	Company and Sumitomo Corporation. in fiscal 2025 was (a) less than 1% of the consolidated sales of the Company in fiscal 2025 and (b) less than 1% of the consolidated sales of Sumitomo Corporation. in fiscal 2025.	<p>out supervision of Panasonic Group management.</p> <p>(Reason for Appointment as an Independent Director) Kuniharu Nakamura does not have any conflict of interests in light of relationships between the Company and Mr. Nakamura, other entities or organizations to which she belongs, and may enhance and strengthen the effectiveness of the monitoring performed by the Board of Directors on the execution of business by Directors from an objective and neutral standpoint.</p>
Keita Nishiyama	○ ○	-	<p>(Reason for Appointment as an Outside Director) Keita Nishiyama has extensive experience and deep insight into industrial structures and IT digital technologies gained through his long involvement with digital policy and related matters at the Ministry of Economy, Trade and Industry, and through being in charge of business reconstruction as a Director and Executive Officer at another company. He has also made active remarks at Board of Directors' meetings. He is expected to utilize his experience and knowledge to continue suitably carrying out supervision of Panasonic Group management.</p> <p>(Reason for Appointment as an Independent Director) Keita Nishiyama does not have any conflict of interests in light of relationships between the Company and Mr. Nishiyama, other entities or organizations to which she belongs, and may enhance and strengthen the</p>

			effectiveness of the monitoring performed by the Board of Directors on the execution of business by Directors from an objective and neutral standpoint.
Michitaka Sawada	○	<p>Mr. Michitaka Sawada is an Outside Director designated as an independent director. Mr. Sawada comes from Kao Corporation. However, the total transaction amount between the Company and Kao Corporation in fiscal 2025 was (a) less than 1% of the consolidated sales of the Company in fiscal 2025 and (b) less than 1% of the consolidated sales of Kao Corporation in fiscal 2025.</p>	<p>(Reason for Appointment as an Outside Director) Michitaka Sawada has extensive experience and deep insight gained as a member of management at a general chemical products manufacturer with global business operations, and as a pioneer in the field of ESG management. He also actively makes remarks at Board of Directors' meetings, centering on areas such as sustainability management. As Chairperson of the Nomination and Compensation Advisory Committee, he has also contributed to strengthening corporate governance in the Panasonic Group. He is expected to utilize his experience and knowledge to continue suitably carrying out supervision of Panasonic Group management.</p> <p>(Reason for Appointment as an Independent Director) Michitaka Sawada does not have any conflict of interests in light of relationships between the Company and Mr. Sawada, other entities or organizations to which he belongs, and may enhance and strengthen the effectiveness of the monitoring performed by the Board of Directors on the execution of business by Directors from an objective and neutral standpoint.</p>
Junko Seto	○		(Reason for Appointment as an Outside Director)

		-	<p>In addition to experience in global business at overseas corporations and elsewhere and experience as a CFO, Junko Seto has deep insight into improving capital efficiency to increase corporate value. She is expected to utilize her experience and knowledge to suitably carry out supervision of Panasonic Group management.</p> <p>(Reason for Appointment as an Independent Director) Junko Seto does not have any conflict of interests in light of relationships between the Company and Ms. Seto, other entities or organizations to which she belongs, and may enhance and strengthen the effectiveness of the monitoring performed by the Board of Directors on the execution of business by Directors from an objective and neutral standpoint.</p>
Ryusuke Shigetomi	○	-	<p>(Reason for Appointment as an Outside Director) Ryusuke Shigetomi has extensive experience in carrying out large-scale financing and M&A in financial markets, and is currently active as the leader of the Japan subsidiary of one of the largest investment management firms in the world. He has advanced knowledge of industrial structures, financial and investment decisions, and other matters, and as a Director he has made active remarks at Board of Directors' meetings. He is expected to utilize his experience and knowledge to continue suitably carrying out supervision of Panasonic Group management.</p>

			<p>(Reason for Appointment as an Independent Director)</p> <p>Ryusuke Shigetomi does not have any conflict of interests in light of relationships between the Company and Mr. Shigetomi, and or other entities or organizations to which he belongs, may enhance and strengthen the effectiveness of the monitoring performed by the Board of Directors on the execution of business by Directors from an objective and neutral standpoint.</p>
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<p>Voluntary Establishment of Committee(s) Corresponding to Nomination Committee or Compensation Committee</p>	<p>Established</p>
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Committee's Name, Composition, and Attributes of Chairperson

	Committee Corresponding to Nomination Committee	Committee Corresponding to Compensation Committee
Committee's Name	Nomination Advisory Committee	Compensation Advisory Committee
All Committee Members	4	4
Full-time Members	-	-
Inside Directors	1	1
Outside Directors	3	3
Outside Experts	-	-
Other	-	-
Chairperson	Outside Director	Outside Director

Supplementary Explanation

The Company has established voluntary "Nomination Advisory Committee" and "Compensation Advisory Committee". The Company has been enhancing objectivity and transparency of the committee by ensuring that Outside Directors constitute a majority of its membership with one of them serving the chairperson. By incorporating the opinions of Outside Directors who possess extensive knowledge and diverse perspectives, each Committee aims to conduct more effective discussions.

Details for the voluntary Advisory Committees, please refer to I. Basic Policy on Corporate Governance, Capital Structure, Corporate Profile and Other Basic Information 【Disclosure based on each principle set forth in the Corporate Governance Code】 【Supplementary Principle 4.10.1 Nomination/ Compensation Advisory Committee】 .

Additionally, for more details of the number of the meetings of voluntary Nomination and Compensation Advisory Committee held in fiscal 2025, attendance records of each Committee Member and the content of discussions at the Committee meetings, please refer to "4.

Corporate Governance, etc. (1) Corporate governance" in its securities report.

Securities Report (FY2025 [118th term]):

<https://holdings.panasonic/global/corporate/investors/library/securities-report.html>

[Audit & Supervisory Board Members (A&SB Members) / Audit & Supervisory Board (A&SB)]

Establishment of A&SB	Established
Maximum Number of A&SB Members Stipulated in Articles of Incorporation	5
Number of A&SB Members	5

Cooperation among A&SB Members, Accounting Auditors and Internal Audit Departments

A&SB Members and the A&SB regularly hold meetings with Accounting Auditors in order to receive an overview of Accounting Auditors' audit plan; to receive explanations on the status of the internal control system known to Accounting Auditors, risk evaluation and items that Accounting Auditors' audits focus on; and to exchange opinions. In addition, it is stipulated in the Audit Standards for A&SB Members that, in cases where A&SB Members receive a report from Accounting Auditors to the effect that an improper act or material fact that violates laws and ordinances or the articles of incorporation was detected with respect to the Directors' or Executive Officers' execution of business, then the A&SB Members or the A&SB shall take necessary measures after deliberations at the A&SB, such as conducting a necessary investigation and giving advice or recommendation to the Directors or Executive Officers.

A&SB Members make efforts to perform efficient audits by maintaining close collaboration with the Internal Audit Group and other sections in executing an investigation of the Company's business and financial situation and other duties. In addition, A&SB Members receive from the Internal Audit Group or other sections regular reporting regarding the status involving the internal control system, the result of audits, etc. A&SB Members may request an investigation if necessary.

Appointment of Outside A&SB Members	Appointed
Number of Outside A&SB Members	3
Number of Independent A&SB Members	3

Outside A&SB Members' Relationship with the Company (1)

Name	Attribute	Relationship with the Company*
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		A	b	c	d	e	f	g	h	i	j	k	l	m
Akihiro Eto	From another company													
Akihiko Nakamura	CPA													
Setsuko Yufu	Lawyer													

* Categories for "Relationship with the Company"

* "○" when the audit & supervisory board member presently falls or has recently fallen under the category;

"△" when the audit & supervisory board member fell under the category in the past

* "●" when a close relative of the audit & supervisory board member presently falls or has recently fallen under the category;

"▲" when a close relative of the audit & supervisory board member fell under the category in the past

a. Executing person of the Company or its subsidiaries

b. Non-executive director or accounting advisor of the Company or its subsidiaries

c. Non-executive director or executing person of a parent company of the Company

d. Audit & supervisory board members of a parent company of the Company

e. Executing person of a subsidiary of the parent company of the Company

f. A party whose major client or supplier is the Company or an executing person thereof

g. Major client or supplier of the Company or an executing person thereof

h. Consultant, accountant or legal expert who receives a significant amount of money or other property from the Company other than compensation as an audit & supervisory board member

i. Principal shareholder of the Company (or an executing person of the said major shareholder if the shareholder is a legal entity)

j. Executing person of a client or supplier company of the Company (which does not correspond to any off, g, or h) (the audit & supervisory board member himself/herself only)

k. Executing person of a company, between which and the Company outside directors/audit & supervisory board members are mutually appointed (the audit & supervisory board member himself/herself only)

l. Executing person of a company or organization that receives a donation from the Company (the audit & supervisory board member himself/herself only)

m. Others

Outside A&SB Members' Relationship with the Company (2)

Name	Designation as Independent A&SB Members	Supplementary Explanation of the Relationship	Reasons of Appointment
Akihiro Eto	○	-	<p>(Reason for Appointment as an Outside A&SB Member) His extensive managerial experience and his deep insight to appropriately audit the performance of Directors' duties as an Outside A&SB Member and provide valuable opinions to the Group's management.</p> <p>(Reason for Appointment as an Independent Audit & Supervisory Board Member) Akihiro Eto does not have any conflict of interests in light of relationships between the Company and Mr. Eto, other entities or organizations to which he belongs, and may enhance and strengthen the effectiveness of the audits performed by A&SB Members on the execution of business by Directors from an objective and neutral standpoint.</p>
Akihiko Nakamura	○	-	<p>(Reason for Appointment as an Outside A&SB Member) His extensive experience and his deep insight as certified public accountant to appropriately audit the performance of Directors' duties as an Outside A&SB Member and provide valuable opinions to the Group's management.</p>

			<p>(Reason for Appointment as an Independent Audit & Supervisory Board Member)</p> <p>Akihiko Nakamura does not have any conflict of interests in light of relationships between the Company and Mr. Nakamura, other entities or organizations to which he belongs, and enhances and strengthens the effectiveness of the audits performed by A&SB Members on the execution of business by Directors from an objective and neutral standpoint.</p>
Setsuko Yufu	○	-	<p>(Reason for Appointment as an Outside A&SB Member)</p> <p>Her many years of extensive experience as a lawyer to appropriately audit the performance of Directors' duties as an Outside A&SB Member and provide valuable opinions to the Group's management.</p> <p>(Reason for Appointment as an Independent Audit & Supervisory Board Member)</p> <p>Setsuko Yufu does not have any conflict of interests in light of relationships between the Company and Ms. Yufu, other entities or organizations to which she belongs, and may enhance and strengthen the effectiveness of the audits performed by A&SB Members on the execution of business by Directors from an objective and neutral standpoint.</p>

[Independent Directors/A&SB Members]

Number of Independent Directors/A&SB Members	10
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Matters relating to Independent Directors/A&SB Members

All ten (10) Outside Directors/A&SB Members are designated as independent directors/audit & supervisory board members pursuant to the Company's policy on the independence of Outside Directors and Outside A&SB Members which was established based on the independence standard required by financial instruments exchanges such as Tokyo Stock Exchange. Please refer to I 1. [Disclosure based on each principle set forth in Corporate Governance Code] and 【Principle 4.9 Independence Standards and Qualification for Independent Outside Directors】 about the Company's policy on the independence of Outside Directors and Outside A&SB Members.

[Incentives]

Incentive Policies for Directors	Performance based Compensation, Other
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Supplementary Explanation

The Company has introduced performance-based remuneration as an incentive that reflects short-term and medium-term business results. However, there will be no performance-based compensation for the mid-term period including fiscal 2026 as referred in the I 1. [Disclosure based on each principle set forth in Corporate Governance Code] and 【Principle 3.1 Full Disclosure】(3) Board policies and procedures in determining the compensation of the senior management and Directors in this report. Additionally, in order to promote its Directors to take appropriate actions and to prevent, detect, and correct serious compliance issues, the Company has introduced the Malus and clawback provisions starting from fiscal 2026. For more details, please refer to "IV. Information on the Company", 4. Corporate Governance, etc. (4) Remuneration for Directors and Audit & Supervisory Board Members (A&SB Members) in its securities report.
Securities Report (FY2025 [118th term]):
<https://holdings.panasonic/global/corporate/investors/library/securities-report.html>

[Director Compensation]

Disclosure of Individual Directors' Compensation	Selected Directors
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Supplementary Explanation

Please refer to "IV. Information on the Company 4. Corporate Governance, etc. (4) Remuneration for Directors and Audit & Supervisory Board Members (A&SB Members)" in its securities report for Officers' remuneration in fiscal 2025, including the total amount of remuneration for its Directors and A&SB Members, the total amount of remuneration by type, the number of Officers eligible for remuneration, and the names of Officers whose total remuneration is 100 million yen or more and the amount of their remuneration.

Securities Report (FY2025 [118th term]):

<https://holdings.panasonic/global/corporate/investors/library/securities-report.html>

Policy on Determining Compensation Amounts and Calculation Methods	Established
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Compensation for Directors Amount of Compensation or Determination Policy of Calculation Method

For its policy on determining the amount or calculation method of remuneration for its Officers, please refer to "IV. Information on the Company 4. Corporate Governance, etc. (4) Remuneration for Directors and Audit & Supervisory Board Members (A&SB Members)" in its securities report.

Securities Report (FY2025 [118th term]):

<https://holdings.panasonic/global/corporate/investors/library/securities-report.html>

[Supporting System for Outside Directors and/or A&SB Members] [updated]

- On the Management Information website accessible to Members of the Board of Directors, the Company posts not only the agenda for the Board of Directors meeting but also the

minutes of the PHD Executive Committee and the meetings of Operating Companies' Boards of Directors so that Outside Directors and Outside A&SB Members can stay up-to-date on discussions and deliberations by the executive team.

- For important agenda items, the Company holds advance briefing sessions outside the Board of Directors.
- As a rule, the Company posts the agenda for the Board of Directors meeting on the Management Information website at least one (1) week before the meeting and have established a system for receiving questions in advance.
- After the Board of Directors meeting, the Company conducts a wrap-up session primarily for Outside Directors and Outside A&SB Members as needed so that the Chairperson of the Board of Directors and the section responsible for administration relating to the Board of Directors can hear their views on issues raised during the meeting.

Furthermore, the Company provides support for Outside A&SB Members, including information provision, in the Audit & Supervisory Board Members' Office, which consists of A&SB Members and dedicated staff serving as the secretariat for the Audit & Supervisory Board.

[Information of Retiree from President etc.]

Names of Executive Advisors ・ Corporate Advisor who used to be President etc. [updated]					
Name	Position	Roles and Responsibilities	Work Style・ Conditions (Full Time or Part time, w/ or w/o Compensation)	Date of retirement from President	Term
Kazuhiro Tsuga	Special Corporate Advisor	Indirect support through external activities	Part time・ w/o Compensation	2021/6/24	Age limit: up to 80
Number of Executive Advisors ・ Corporate Advisor who used to be President etc. [updated]				1	

Others [updated]	<ul style="list-style-type: none"> • Executive Advisors will not be appointed from April 1, 2018 based on the re-examination of the advisor system. • In the new system, a person who experienced the position of Chairman/President, as Special Corporate Advisor, will fulfill external activities which Executive Advisors used to be responsible. • The outline of Special Corporate Advisor is as follows; <ul style="list-style-type: none"> (i) Roles and Responsibilities: Provide indirect support through external activities (ii) Work Style: Part Time (iii) Compensation: No Compensation (iv) Term: Age limit up to 80 years old (v) Others: Shared office and company car are provided as needed. • The external activities performed by Mr. Tsuga, Special Corporate Advisor, is Executive Officers of foundations and associations.
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2. Outline of Current System of Corporate Governance Mechanisms such as Execution of Business, Auditing and Directing, Nomination and Determination of Compensation [updated]

The Company adopts on Operating Company System (Holding Company System). The Operating Companies are "Panasonic Connect Group", "Panasonic Electric Works Co., Ltd.", "Panasonic HVAC & CC Co., Ltd.", "Panasonic Energy Co., Ltd.", "Panasonic Industry Co., Ltd.", and "Panasonic Corporation". They facilitate the evolution and change of business in each area and carry out autonomous management on development, manufacturing, and sales as well as management of profits and fund for the realization of growth strategies.

The Company has responsibility for the Group's management strategies, technology strategies and company-wide management functions. Specifically, the Company formulates mid/long-term group strategies to enhance corporate value, contributes to the businesses through innovative technology and manufacturing technology, and supports technology development and manufacturing. It also carries out internal audit, maintains internal controls and ensures compliance activities required of a listed company and its legal entities, while closely engaging with stakeholders.

In addition, "Panasonic Operational Excellence Co., Ltd." has been established to play a role as a business platform, improving the efficiency and sophistication of operations throughout the Group.

<The Board of Directors and Executive Officer System>

The Board of Directors entrusts authority to the Operating Companies, and achieves a fast-moving decisionmaking process centered on the Operating Companies. It also decides the Group's medium- and long-term strategies and important Group matters, and concentrates on Group direction through Group governance and risk management, in order to make important decisions for the Group and conduct sound and suitable monitoring. The term of each Director is limited to one (1) year and all Directors are reelected at an annual general meeting of shareholders. The structure of the Board of Directors makes it possible to appropriately apply decisions of shareholders to management. The Board of Directors is composed of thirteen (13) Directors (of which four (4) are women). With consideration for the skills required by the Panasonic Board of Directors, it seeks to ensure diversity of the knowledge, experience, and qualifications of the Board of Directors as a whole. The Company appoints seven (7) Outside Directors with extensive with extensive external careers and high-level insights, who are expected to provide valuable opinions in decision-making related to business execution and supervision of directors' duties. They constitute a majority of the Board of Directors.

Furthermore, Independent Outside Director takes on the position of a chairman.

In the Company, authorities are significantly delegated to the Operating Companies for the complete autonomous management. Also, in order to maximize the Group value, the Company has adopted the Executive Officer system, which allows group management from the standpoint of total optimization.

The number of Executive Officers (including those who concurrently serve as Directors) is twenty (20), consisting of President, Executive Vice President, a position in which the executive officer acts on behalf of President in specific areas, Executive Officer, a position responsible for the business execution of specific functions, and "Business CEO," a position responsible for execution of specific businesses.

Please refer to "4. Corporate Governance, etc. (1) Corporate governance" in its securities report for the number of Board of Directors meetings held in fiscal 2025, attendance records of each Director and each A&SB Member, and the content of discussions at the Board of Directors meetings.

Securities Report (FY2025 [118th term]):

<https://holdings.panasonic/global/corporate/investors/library/securities-report.html>

<Status of audit conducted by Audit & Supervisory Board Members (A&SB Members) , internal audit and Accounting Audit>

Pursuant to the Companies Act, the Company has elected A&SB Members and established A&SB, made up of A&SB Members. In order to contribute to "the sound and sustainable

growth" and "improvement in mid- to long-term corporate value of the Group", the A&SB is responsible for a part of corporate governance as an independent agency contracted by the shareholders in order to "establish a high-quality corporate governance system" and ensure sound management and trust from society. The A&SB is composed of five (5) members (of which one (1) is a woman). Two (2) of these members are Senior A&SB Members (full-time) who were selected from executive directors or equivalent positions and who are highly familiar with company operations, and are capable of visiting actual worksites and exercising investigative authority to understand the actual conditions of operations. Of these, one (1) has considerable knowledge related to financial and accounting matters. Three (3) Outside A&SB Members have been appointed, consisting of a business manager, lawyer, and certified public accountant who are capable of effectively supervising the execution of Director duties based on their advanced expertise, extensive careers, and high levels of knowledge.

A&SB Members participate in the general meetings of shareholders and the Board of Directors, receive reports from Directors, Executive Officers, employees and Accounting Auditors, and exercise other auditing authority granted to A&SB Members under the law. Full-time Senior A&SB Members also attend important meetings and conduct visiting audits to business offices in order to ensure effective audits. In order to augment the internal auditing functions in the Group, fourteen (14) full-time A&SB Members and Audit & Supervisory Officers (A&SOs) of the Operating Companies shall directly report to the Senior A&SB Members of the Company. The Company also inaugurated the Panasonic Group Audit & Supervisory Board Members' Meeting (comprising Senior A&SB Members of the Company, A&SOs, and A&SB Members of the Group Companies), chaired by the Senior A&SB Member of the Company, to enhance coordination between the Company's Senior A&SB Members, and A&SOs and audit & supervisory board members of the Group companies, for effective functioning of the entire group corporate governance. In addition, in the course of the performance of their duties, A&SB Members ensure to conduct efficient audits, by maintaining close cooperation with PHD's Internal Audit Committee, which controls the overall internal audit activities and where Senior A&SB Members attend as observers, and understanding the total picture of monitoring and auditing by relevant functions of the Company. A&SB regularly receives from PHD's Internal Audit Committee reports regarding the status involving the internal control system and results of audits. A&SB may request PHD's Internal Audit Committee or Accounting Auditors to conduct an investigation, if necessary. Also, in order to enhance the effectiveness of the audits conducted by A&SB Members and to ensure the smooth implementation of audits, the Company has established an A&SB Member's Office with full-time staff under the direct control of the A&SB.

Mr. Hidetoshi Baba, a Senior A&SB Member of the Company, has substantial finance and accounting knowledge, having held the position of Managing Officer of the accounting sections in the Company. Mr. Akihiko Nakamura, Outside A&SB Member of the Company, has substantial finance and accounting knowledge, having held the career experiences with a corporate accounting in global companies in Japan and overseas for long periods as a certified public accountant.

Based on audit policies and plans the A&SB developed, the A&SB has received 14 reports from management to confirm the status of execution of duties in fiscal 2025. The A&SB has also received reports on the results of audits conducted by Senior A&SB Members of the

Company and other activities, and shared the results of on-site inspections, compliance issues, and the status of sustainability efforts. The A&SB inspected the records of approval of important decisions, checked the contents of reports made to the Audit Report System and responses to the reports, and confirmed the contents of non-assurance services of accounting auditors. Additionally, the A&SB checks the Company's financial results as well as the interim review and the year-end audit reports from accounting auditors, and compiles an Audit Report as the A&SB, evaluates the accounting auditors, determines re-election or non-re-election of each of the accounting auditors, and confirms compliance with law and regulations regarding the agendas of the General Meeting of Shareholders.

Please refer to "4. Corporate Governance, etc. (3) Audit status" in its securities report for the number of the A&SB meetings in FY 2025, attendance records of each A&SB Member and the content of discussions at the A&SB meetings.

Securities Report (FY2025 [118th term]):

<https://holdings.panasonic/global/corporate/investors/library/securities-report.html>

Status of internal audits

(Audit policy)

Internal audits of the Company cover its overall management, including operations, organizations, and systems, and include audits of management, operations, finance, compliance, and internal controls.

(Audit organization and personnel)

The internal audits of the Group are conducted based on an audit plan developed for each of the fiscal years under the approval of the Group CEO, the Group CFO, and the Internal Audit Committee according to the types of audits. In accordance with the condition identified from the audits, managers of the audit department reports the results of audits to the Board of Directors, the A&SB, the Group CEO, the Group CFO, and the departments concerned. The Internal Auditing Department has seventeen (17) personnel and the Internal Control Promotion Office which supervises internal control over financial reporting has seventeen (17) personnel. In addition, the internal audit function is established in each of the Operating Companies of the Group and internal audits are conducted based on an audit plan under the approval of the CEO of each Operating Company.

(Efforts to ensure the effectiveness of audits)

The Company establishes the Internal Audit Committee that reports directly to the Group CEO, to ensure optimal auditing and monitoring for the entire Group.

The Internal Audit Committee shall ensure the independence and objectivity of each internal audit through sound mutual checks and balances under the co-chairmanship of the Group CFO and Group GC. Group CROs also participate as committee members to ensure coordination

with business activities and risk management activities throughout the Group. The "Internal Audit Committee" regularly checks the internal auditing functions of the Operating Companies.

The Internal Audit Committee supervises and directs internal audits based on reports from the Group CxO and the Operating Companies. In cooperation with the Audit & Supervisory Board, the Internal Audit Committee has established a group audit system by regularly reporting to the Group CEO and the Board of Directors.

Status of accounting audit

The Company has an auditing agreement with KPMG AZSA LLC for this company to conduct the accounting audit of the Company. Names of certified public accountants that performed accounting audits in fiscal 2025 are indicated below. Accounting audits were conducted by involvement of 72 certified public accountants and 97 other staff.

Takashi Kondo

Tomoo Nishigori

Masato Nakagawa

PHD Executive Committee/Group Transformation Round Table

The PHD Executive Committee and the Group Transformation Round Table are held to discuss, set the direction, and report on the Group's mid-to long-term strategies, important Group-wide projects and committees, important Group-wide initiatives implemented by the Company and the Operating Companies, sustainability management and material risks.

The PHD Executive Committee is held basically at least twice a month chaired by the Group CEO. It consists of approximately eight (8) senior managements including executive officers who concurrently serve as the member of the board of directors, functional directors of Human Resources, Accounting, and Legal Affairs.

The Group Transformation Round Table is basically held at least twice a month, chaired by the Group CEO. It consists of approximately fifteen (15) senior managements including the Business CEOs and the member of the PHD Executive Committee.

<Contract between the Company and Non-Executive Directors / A&SB Members under Article 427, Paragraph 1 of the Companies Act>

The Company has entered into liability limitation agreements with all Directors who do not execute business and A&SB Members, respectively, which limit the amount of their liability under Article 423, Paragraph 1 of the Companies Act to the aggregate of the amounts specified

in Article 425, Paragraph 1 of the Companies Act, if they perform their duties in good faith and without significant negligence.

<Contract between the Company and Directors and A&SB Members under Article 430-2, Paragraph 1 of the Companies Act>

The Company has entered into indemnity agreements with all Directors and A&SB Members, respectively, under Article 430-2, Paragraph 1 of the Companies Act. The Company agrees to indemnify costs and losses, as provided for by item 1 and item 2, respectively, of said Paragraph, within the ranges prescribed by laws and regulations. Under these agreements, to ensure that appropriate execution of the duties by the Company officers will not be impaired, certain inappropriate cases are excluded from compensation, and upon receiving a request for compensation from the Company officers, the Board of Directors will determine whether or not the case corresponds to these exclusions before carrying out compensation. Also, if it is found that the compensation was inappropriate after it has been carried out, the agreement allows the Company to demand the return of all or part of the compensation money from the Company officers concerned.

<Directors' and officers' liability insurance policy>

The Company has entered into a directors' and officers' liability insurance policy with an insurance company under which all Directors, A&SB Members, and Executive Officers of the Company and its subject companies (*) are insured, as stipulated in Article 430-3, Paragraph 1 of the Companies Act. If a claim for damages is made due to an act committed by the insured, the amount of damages to be borne by the insured shall be covered by the above-mentioned liability insurance policy. However, cases of willful or intentional violation of duty of due care shall not be covered by the said liability insurance policy.

* Panasonic Connect Co., Ltd., Panasonic Electric Works Co., Ltd., Panasonic HVAC & CC Co., Ltd., Panasonic Energy Co., Ltd., Panasonic Industry Co., Ltd., Panasonic Corporation, and Panasonic Operational Excellence Co., Ltd.

3. Reasons for Adoption of Current Corporate Governance System

Prior to the transition to an operating company structure in April 2022, the Company carried out a number of discussions concerning the Company's corporate governance structure.

Under the Operating Company structure, a full-fledged autonomous management is implemented by the Operating Companies that have gained substantial delegation of authority for investments, etc. As a holding company, the Company's role is to determine the Group's mid-to long-term strategies and important Group matters, and, and concentrates on Group direction through Group governance and risk management, in order to make important decisions for the Group and conduct sound and suitable monitoring.. As a result of the study, the Company has determined that it has been able to ensure the effectiveness of corporate governance by having an independent A&SB establish and operate the Group internal audit system in cooperation with the Internal Audit Division, and by having a voluntary Nomination

and Compensation Advisory Committee chaired by an independent outside director, with a majority of independent outside directors, deliberate on executive personnel matter and remuneration. The Company has determined that the corporate governance that it aims to achieve under the Operating Company structure can be achieved without changing the conventional corporate governance structure and maintaining the system of a company with A&SB Members. For that reason, the Company has established the corporate governance structure, based on the A&SB System composed of the Board of Directors and A&SB Member / A&SB, holding the following elements.

<The Board of Directors>

- The Board of Directors concentrates on decisions about the group-wide strategies and the supervision of the Operating Companies.
- The Company elects independent Outside Directors, from among such as management of external entities, those who have extensive managerial experience with various careers and deep insight, and are expected to bring valuable opinion to the Board for decision-making of business execution, and monitoring of execution of Directors' duties. Independent Outside Directors constitute a majority of the Board of Directors. Furthermore, Independent
- Independent Outside Director takes on the position of a chairman.

<Audit & Supervisory Board Members (A&SB Members) and Audit & Supervisory Board (A&SB)>

- The Company sets A&SB Members who are able to exert their monitoring functions according to their individual discretionary decision, but not to majority vote decision. The A&SB Members are also able to independently act upon their own decision in pursuing liabilities of Directors.
- The Company sets Senior A&SB Members who are well versed about corporate operations and are able to comprehend actual condition of businesses by exercising their right to visit and investigate operating sites. The Senior A&SB Members are selected from among those who have experiences as higher or equal position of Managing Directors or equivalent position.
- The Company selects independent Outside A&SB Members, from among such as management, lawyer, and certified public accountant, those who have extensive expertise with various careers and deep insight and are expected to bring valuable auditing to the execution of Directors duties.

III. Implementation of Measures for Shareholders and Other Stakeholders

1. Measures to Vitalize the General Shareholder Meetings and Smooth Exercise of Voting Rights

	Supplementary Explanations
Early Notification of General Shareholder Meeting	The Company uses its efforts to promptly send convocation notices of a general shareholder meeting in order to enable the shareholders to exercise their voting rights after they carefully review business conditions of the Group and details of meeting agendas. Also, the Company discloses the convocation notices before it sends them to shareholders. The Notice of the 118th Ordinary General Meeting of Shareholders was sent out on May 30, 2025 and was posted on the Company website on May 29, 2025, prior to the date of sending out.
Scheduling General Shareholder Meeting Avoiding the Peak Day	The Company has set a date for the Ordinary General Meeting of Shareholders to avoid the peak days. The 118th Ordinary General Meeting of Shareholders was held on June 23, 2025.
Allowing Electronic Exercise of Voting Rights	In light of shareholders' convenience in exercising voting rights, the electronic voting system was introduced and electronic voting via cellular telephones is available. In addition, the use of ICJ Inc.'s platform for electronic exercise of voting rights is also available.
Participation in Electronic Voting Platform	The Company utilized ICJ Inc.'s platform for exercise of voting rights.
Providing Convocation Notice in English	The Company has posted the full text of convocation notice in English on the Company's website and ICJ Inc.'s platform for exercise of voting rights
Others	<p>The Company endeavors to prepare a convocation notice that is easy to see and read for the shareholders to understand, utilizing charts and photos, colorizing and using UD font.</p> <p>For the convenience of the shareholders, the Company has posted the full text of convocation notices as well as English translations thereof on the Company website.</p> <p>The Company creates high-definition images of the contents of business reports and meeting agendas in order for the shareholders to gain a better understanding of matters to be reported and resolved at a general meeting of shareholders.</p> <p>In order to provide shareholders residing in remote areas who are unable to attend the General Meeting of Shareholders with fair</p>

	<p>opportunities to participate in the General Meeting of Shareholders, the Company provides information on the general meeting of shareholders through a designated website on the day of the general meeting of shareholders, and also makes it possible for the shareholders to ask questions in advance through the website.</p> <p>In addition, the Company makes available, for a certain period of time after the closing of a general meeting of shareholders, on its website, the visual materials that are used to report matters to be reported and the visual reports of the future efforts from the Group CEO.</p>
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2. IR Activities[updated]

	Supplementary Explanations	Explanations by Representative directors in person
Preparation and Publication of Disclosure Policy	The "Disclosure Policy" is posted on the Company website: https://holdings.panasonic/global/corporate/investors/disclosure-policy.html	
Regular Investor Briefings for Individual Investors	The Company, for timely disclosure to individual investors, actively discloses its management information through the Company website etc.	No
Regular Investor Briefings for Analysts and Institutional Investors	The Company holds conferences with respect to financial results every quarter. In addition to the above, the Company holds conferences for domestic analysts and institutional investors concerning, among others, business strategies for each of Operating Companies.	Yes
Regular Investor Briefings for Overseas Investors	The Company's conferences concerning the quarterly financial results and business results and business strategies of Operating Company can be referred in the materials and minutes posted on its website in English. Group CEO and Group CFO are participating in overseas IR meetings proactively.	Yes

Posting of IR Materials on Website	<p>The Company makes available brief reports of financial results (<i>kessan tanshin</i>) and presentation materials with scripts, minutes of financial results briefings, and the minutes of other investor relations events such as "Dialogues between the Group CEO/CFO and Institutional Investors" in both Japanese and English. In addition, the Company has endeavored to operate a convenient investor relations site for investors that contain business reports, Integrated Reports and others.</p> <p>https://holdings.panasonic.jp/corporate/investors.html (Japanese)</p> <p>https://holdings.panasonic/global/corporate/investors.html (English)</p>	
Establishment of Department and/or Person in Charge of IR	<p>A well-developed system has been established through, among others, having Investor Relations section, Corporate Controlling and IR Office, Corporate Finance, Controlling and IR Department which is in charge of planning IR activities and communication with shareholders and investors</p>	
Others	<p>For investors and analysts, in addition to regular briefings, the Company hold small meetings and individual interviews with senior managements such as the Group CEO and Group CFO, both domestically and internationally, about 600 times a year. Every year, IR personnel conduct individual interviews with a total of about 1000 domestic and overseas investors and analysts. About 50 of them focus on ESG issues.</p> <p>For more details, please refer to its Integrated Report's "Status of Dialogue with Capital Markets" section for an explanation of its Main IR activities, Main topics of interests in capital markets, and Key feedback to management.</p> <p>Integrated Report: https://holdings.panasonic/global/corporate/investors/library/annual-report.html</p>	

3. Measures to Ensure Due Respect for Stakeholders[updated]

	Supplementary Explanations
Stipulation of Internal Rules for Respecting the Position of Stakeholders	<p>It is set forth in the "Basic Business Philosophy" and the "Panasonic Group Code of Ethics & Compliance".</p> <p>The Basic Business Philosophy: http://holdings.panasonic.com/global/corporate/management/code-of-conduct/list.html</p> <p>Panasonic Group Code of Ethics & Compliance: https://holdings.panasonic/global/corporate/about/code-of-conduct.html</p>
Implementation of Environmental Activities, CSR Activities etc.	<p>The details are described in the Company website. https://holdings.panasonic//global/corporate/sustainability.html</p>
Development of Policies on Information Provision to Stakeholders	<p>It is set forth in the "Panasonic Group Code of Ethics & Compliance" . https://holdings.panasonic/global/corporate/investors/disclosure-policy.html</p> <p>The Company has formulated "Disclosure Policy" for its IR activities: https://holdings.panasonic/global/corporate/about/code-of-conduct.html</p>
Others	<p>In order to deliver products and services that contribute to customers and society around the world and to develop Panasonic's business, it is essential for the Company to continue its efforts to develop human resources who will thrive and grow in global business, as well as to create an organization and culture in which diverse talent can make the most of their abilities regardless of gender, age or nationality. For this reason, Panasonic has positioned diversity and inclusion as one of important management policies, and is working to provide a wide range of opportunities for diverse human resources who are highly motivated and talented and to create a work-friendly environment.</p> <p>When it comes to promote women's participation and career advancement in workplaces, the Company is focusing on "acquiring and systematically developing female leaders." To foster more diverse ideas and create innovative products and services, the</p>

	<p>Company is strengthening recruitment, expanding work style options, and supporting career development.</p> <p>As a result of these efforts, as of April 2025, the number of women in managerial roles is 980, accounting for 7.9% of all management positions (women represent 21.9% of all employees)*. Its target is to increase this to 12% by April 2028 and 16% by April 2031.</p> <p>(*Domain of study: Panasonic Holdings Corporation, Panasonic Operational Excellences Co., Ltd. and six (6) Operating Companies. (As of April 2025, the six operating companies are: Panasonic Corporation; Panasonic Entertainment & Communication Co., Ltd.; Panasonic Housing Solutions Co., Ltd.; Panasonic Connect Co., Ltd.; Panasonic Industry Co., Ltd.; and Panasonic Energy Co., Ltd.)</p> <p>Since 2021, the Company expressed its support for "30% Club Japan", a global campaign which is aimed "to increasing the percentage of women in key corporate decision-making bodies". The Company will reflect diverse perspectives in its decision-making and will continue to improve the quality of its decision-making process while implementing reforms.</p> <p>Others which the Company is promoting is providing the work environment such as flexible work styles who need child care or family care, and where diverse talent can make the most of their abilities regardless of the ages, handicaps, sexual preferences. In 2021, the Company has declared its support for the "EqualityActJapan" campaign, which aims to establish the "LGBT Equality Law" in Japan with the Tokyo Olympics and Paralympics as an opportunity.</p> <p>Furthermore, Panasonic Holdings Corporation has expressed support for the activities of the voluntary organization "Work with Pride," which is dedicated to creating a work environment that is comfortable for all individuals, regardless of sexual orientation or gender identity. The Company has received the highest Gold Award for nine (9) consecutive years from 2016 to 2024 as an evaluation indicator for initiatives related to sexual minorities in the workplace.</p>
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IV. Matters Related to the Internal Control System

1. Basic Policy on Internal Control System and the Progress of System Development[updated]

<p>The Company has established the following basic policy for the Group Internal Control System at the meeting of the Board of Directors.</p> <p>1. Basic Policy Regarding Development of Internal Control Systems</p>
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(1) System for ensuring the properness of operations across the Panasonic Group and reporting from subsidiaries

Based on its management philosophy, the Company shall thoroughly implement autonomous management through the establishment of basic policies and rules that apply throughout the Panasonic Group, and through the establishment of a system for transferring appropriate authority to Operating Companies (including subsidiaries primarily controlled by the Operating Companies, same below) and other subsidiaries and receiving reports to Panasonic from them. Based on these policies and rules, the Operating Companies and other subsidiaries shall each prepare its own rules and other systems in order to ensure the properness of operations across the Panasonic Group.

(2) System for ensuring compliance with applicable laws in the performance of Directors' and employees' duties in the Panasonic Group

The Company, and its Operating Companies and other subsidiaries, shall ensure legal compliance in the performance of Panasonic Group Directors' and employees' duties by developing an effective corporate governance system that includes ensuring total compliance awareness throughout the Panasonic Group and a suitable monitoring system.

(3) System for retention and management of information pertaining to the performance of Directors' duties

The Company shall properly retain and manage information on the performance of Directors' duties in accordance with all applicable laws and regulations and the internal rules of the Company.

(4) System for ensuring efficiency of the performance of Directors' duties in the Panasonic Group

In order to ensure efficiency in the performance of Directors' duties in the Panasonic Group, the Company shall formulate management strategies from a Groupwide perspective, and shall thoroughly implement autonomous management within the Operating Companies and other subsidiaries.

(5) Rules and other measures for financial risk management in the Panasonic Group

The Company shall formulate rules related to risk management throughout the Panasonic Group. The Company, and its Operating Companies and other subsidiaries, shall identify and assess risks affecting management of the business, and shall select material risks. The Company, and its Operating Companies and other subsidiaries, shall also take countermeasures against the selected material risks and monitor progress with the aim of seeking continual improvement.

(6) Employees who assist Audit & Supervisory Board Members in auditing, and such employees' independence from Directors

The Company shall establish a body independent from Directors, tasked with enhancing the effectiveness of audits by Audit & Supervisory Board Members and facilitating the smooth performance of audits.

(7) Ensuring effectiveness of instructions given by Audit & Supervisory Board Members to employees who assist Audit & Supervisory Board Members

Staff members assisting the Audit & Supervisory Board Members, while still subject to the internal rules of the Company, shall be under the instruction and supervision of the respective Audit & Supervisory Board Members, and personnel-related matters shall be undertaken upon prior discussion with Audit & Supervisory Board Members.

(8) System for Panasonic Group Directors, Audit & Supervisory Board Members, employees and other staffs to report to the Company's Audit & Supervisory Board Members

The Company shall ensure opportunities and systems that enable Directors, employees and other staffs of the Company to properly report to the Company's Audit & Supervisory Board Members, and shall ensure opportunities and systems that enable Operating Company and other subsidiary Directors, Audit & Supervisory Board Members, employees, or persons who receive reports from them, to properly report to the Company's Audit & Supervisory Board Members.

(9) System for ensuring that parties who have reported to Audit & Supervisory Board Members do not incur unfavorable treatment as a consequence of such reporting

In ensuring the opportunities and systems prescribed in the preceding paragraph, the Company shall make sure that the persons who have reported do not incur unfavorable treatment as a consequence of such reporting.

(10) Policy on management of expenses and debt incurred in execution of Audit & Supervisory Board Member duties

The Company shall calculate budgets on an annual basis for expenses arising with respect to the execution of duties of Audit & Supervisory Board Members to ensure effectiveness of audits, and moreover shall provide prepayment or reimbursement in accordance with laws and regulations with respect to expenses incurred beyond amounts budgeted.

(11) Other systems for ensuring effective performance of audits by the Audit & Supervisory Board Members

The Company shall develop a system enabling effective performance of audits, including mutual cooperation with the Audit & Supervisory Board Members at Operating Companies and other subsidiaries, accounting auditors, and the internal auditing group, in accordance with the Audit Plan established by the Audit & Supervisory Board Members each year.

2. Status of Basic Policy Implementation in the Company

(1) System for ensuring the properness of operations across the Panasonic Group and reporting from subsidiaries

• The Company ensures that basic policy for internal control systems is fully implemented by Group companies and disseminates relevant information among Group companies. Initiatives to that end include: implementing the Panasonic Group Code of Ethics & Compliance, Basic Rules for Group Compliance, and the Rules of Approval for Decision-Making in Important Matters; establishing group wide regulations; dispatching Directors and Audit & Supervisory Board Members to Group companies and exercising the Company's shareholder rights thereof; conducting regular operational audits, internal control audits, and compliance audits of Group companies through the internal auditing group, and; sharing and disseminating information on business objectives through management policy announcements.

• The framework described above ensures the properness of operations, thereby enabling the Panasonic Group to establish the internal controls necessary for financial reporting based on the Financial Instruments and Exchange Act.

(2) System for ensuring compliance with applicable laws in the performance of Directors' and employees' duties in the Panasonic Group

(a) System for ensuring legal compliance in the performance of Directors' duties

• The Company has established internal rules such as the Panasonic Group Code of Ethics & Compliance, Rules for Directors, and Rules for Executive Officers, and endeavors to ensure that its Directors act in accordance with laws, regulations, and the Company's Articles of Incorporation. Additionally, when Directors assume their positions, the Company provides them with opportunities to acquire the knowledge necessary to fulfill their roles and obligations, and during their terms of office it continues to provide Directors with opportunities to acquire the knowledge they need, including presentations on management and compliance by external experts as required.

• The majority of the Board of Directors are composed of outside directors, and the Chairperson of the Board is elected from among the independent directors. Additionally, opportunities are actively provided through the Board and other meetings for outside directors to express their opinions, thereby strengthening the company's supervisory functions.

Moreover, the Company has established a Nomination Advisory Committee and a Compensation Advisory Committee, both chaired by an outside director, with a majority of their members also being outside directors, to ensure objectivity and transparency in the processes of nominating and determining the remuneration of directors.

• The Company continues to aim for further enhancement in the effectiveness of the Board of Directors, and as part of its efforts, it conducts an annual questionnaire survey and interview of members of the Board of Directors and Audit & Supervisory Board. The results and evaluations are reported at the Board of Directors meetings, and the Company reviews the opinions received and implements appropriate measures for improvement accordingly.

• Audits and other supervision are carried out by the Audit & Supervisory Board Members and the Audit & Supervisory Board. In addition, 14 full-time Audit & Supervisory Officers of the Operating Companies report directly to the Panasonic Audit & Supervisory Board, and duties

are carried out in cooperation with the Audit & Supervisory Officers at Panasonic Group companies including Operating Companies.

- The elimination of all relationships with anti-social forces is prescribed in the Rule of the Prevention of Relationships with Antisocial Forces, and written pledges to observe the contents of these rules are acquired. In addition, Rules for Directors and Rules for Executive Officers reconfirm the requirement to eliminate all relationships with anti-social forces.

(b) System for ensuring compliance with applicable laws in the performance of employees' duties

- The Basic Rules for Group Compliance make clear the basic items, roles, and responsibilities that are assigned for compliance in the Panasonic Group.
- The Company has established internal rules such as the Panasonic Group Code of Ethics & Compliance and implements compliance initiatives and various awareness-building activities such as trainings tailored to specific employee levels and e-learnings, for its employees including Group companies.
- The Company seeks to detect improper acts at an early stage through operational audits, internal control audits, and compliance audits, and by operating a global hotline that is available in multiple languages, in addition to other measures. In addition, the "Panasonic Group Code of Ethics & Compliance" and the "Rules on the Prohibition of Retaliatory Behavior against Whistleblowers, and Others" stipulate that whistleblowers shall be protected from any retaliation as a consequence of having used the hotline or other means to report violations of laws or regulations, or concerns otherwise in that regard.
- The Company has been stepping up its efforts to implement fair business practices emphasizing compliance and taking measures to react to its changing business environments accordingly by establishing organizations that perform the functions of promoting compliance and conducting compliance audit, handling business legal affairs, risk management, and administration of corporate governance.
- The elimination of all relationships with anti-social forces is prescribed in the Rule of the Prevention of Relationships with Antisocial Forces, and written pledges to observe the contents of these rules are acquired. In addition, the Employee Work Regulations reconfirm the requirement to eliminate all relationships with anti-social forces. With the establishment of the Business Conduct Committee and assigning an employee specifically to the task of blocking any relations with such forces, the Company has constructed a system for organizationally rejecting anti-social forces.

(3) System for retention and management of information pertaining to the performance of Directors' duties

- The minutes of meetings of the Board of Directors are prepared after each meeting of the Board of Directors and retained permanently by the section responsible for administration relating to the Board of Directors. Records of approval by the President are also retained permanently by the responsible department.

(4) System for ensuring efficiency of the performance of Directors' duties in the Panasonic Group

- The Company expedites decision-making through Rules of Approval for Decision-making in Important Matters, clarification of the positions of Directors and Executive Officers, complete delegation of authority to Operating Companies, the holding of PHD Executive Committee and Group Transformation Round Table, and the implementation of an IT system that ensures the rapid and accurate collection and transmission of important management information.
- The Company plans and implements measures to achieve the business goals it sets based on its business strategies by confirming and examining the status of progress towards the goals at the time of monthly settlement of accounts.

(5) Rules and other measures for financial risk management in the Panasonic Group

- The Group aims to strengthen the business competitiveness of each business in the markets it faces and to achieve sustainable and stable growth of the Group as a whole by promoting appropriate risk mitigation measures and risk-taking for risks that may affect the achievement of business objectives.
- Based on the "Basic Rules for Risk Management", the Group has established and operates a company-wide risk management process under a promotion framework centered on the PHD Enterprise Risk Management Committee (PHD ERM Committee).
- Once a year, taking into account changes in the external and internal environment, the Group identifies, analyzes, evaluates, and determines risks that are important from a management perspective for the Company or the Group. For significant risks, the responsible departments formulate and implement countermeasures, and confirm the effectiveness of risk control through monitoring, including changes in the risks. These activities are regularly reported to the PHD Executive Committee, Group Transformation Round Table, and the Board of Directors. Internal audits also select audit themes based on these activities, focusing on significant risks.
- Each Operating Company group also establishes and operates its risk management promotion framework and processes under a similar framework.
- In the event that risks related to the Group's business activities that have or may have a significant impact on human life, society, or the Group's management resources (including business, assets, reputation, and trust) materialize, an emergency response structure commensurate with the scale of the risk will be established, and prioritized and organized responses will be implemented.

(6) Employees who assist Audit & Supervisory Board Members in auditing, and such employees' independence from Directors

- The Company has established the Audit & Supervisory Board Member's Office, whose dedicated staff is under the direct control of the Audit & Supervisory Board and separate from

any operating function of the Company's business. The Company assigns Audit & Supervisory Board Member assistant staff members who possess appropriate capabilities and knowledge as required by the Audit & Supervisory Board Members.

(7) Ensuring effectiveness of instructions given by Audit & Supervisory Board Members to employees who assist Audit & Supervisory Board Members

- Respective Audit & Supervisory Board Members issue instructions to their staff members, and those staff members accordingly assist the Audit & Supervisory Board Members in performing their duties.
- The Company consults with Audit & Supervisory Board Members in advance of undertaking personnel related matters including employee transfers and other affairs involving staff members who assist the Audit & Supervisory Board Members.

(8) System for Panasonic Group Directors, Audit & Supervisory Board Members, employees and other staffs to report to the Company's Audit & Supervisory Board Members

- Directors, employees and other staffs of the Company and Group companies report on business operations and other issues at respective regular meetings held by Audit & Supervisory Board Members and other such occasions, and also report as necessary at other important meetings with Audit & Supervisory Board Members, where their attendance has been requested. Moreover, Audit & Supervisory Board Members of Group companies report as necessary to the Company's Audit & Supervisory Board Members regarding content of reports at respective Group companies. The Operating Company Audit & Supervisory Board Members conduct inquiries at their respective Operating Companies regarding business operations and issues at the Operating Companies, and report such matters as necessary to the Company's Audit & Supervisory Board Members.
- The Company has established an Audit Report System by which employees of the Company directly report to the Company's Audit & Supervisory Board about concerns related to improper acts by Directors and Executive Officers or related to possible illegality of carrying out official duties.

(9) System for ensuring that parties who have reported to Audit & Supervisory Board Members do not incur unfavorable treatment as a consequence of such reporting

- The Audit Report System enables parties to report matters anonymously, while the Panasonic Group Code of Ethics & Compliance and the Rules on the Prohibition of Retaliatory Behavior against Whistleblowers, and Others ensure that whistleblowers shall not be subject to unfavorable treatment as a consequence of such reporting.

(10) Policy on management of expenses and debt incurred in execution of Audit & Supervisory Board Member duties

- To ensure effectiveness of audits, the Company calculates preliminary budgets with respect to anticipated expenses required by Audit & Supervisory Board Members in executing their duties, in accordance with Audit & Supervisory Standards.
- The Company also provides pre-payment or reimbursement for expenses paid under urgent or extraordinary circumstances in accordance with laws and regulations.

• In making payment of audit expenses, Audit & Supervisory Board Members are required to remain mindful of efficiency and appropriateness in that regard.

(11) Other systems for ensuring effective performance of audits by the Audit & Supervisory Board Members

- The Audit & Supervisory Board Members and Audit & Supervisory Officers of Operating Companies hold monthly meetings for reporting and notification.
- The Company has established and operates the Panasonic Group Audit & Supervisory Board Members' Meeting chaired by the Company's Senior Audit & Supervisory Board Member, in order to facilitate cooperation among the Audit & Supervisory Board Members of the Company and the Audit & Supervisory Officers of Group companies including Operating Companies.
- Representative Directors and Audit & Supervisory Board Members exchange opinions regularly and whenever necessary. Moreover, respective departments cooperate in implementing visiting audits of business offices inside and outside Japan conducted by Audit & Supervisory Board Members. Internal auditing groups also cooperate to enhance the effectiveness of audits carried out by Audit & Supervisory Board Members through collaboration with Audit & Supervisory Board Members, including reporting as appropriate to the Audit & Supervisory Board Members.
- When the accounting auditors formulate their audit plans, perform semiannual reviews, and conduct final audits, the Audit & Supervisory Board Members hold regular meetings with the accounting auditors at which they receive explanations and reports, and exchange opinions with the accounting auditors as necessary.

2. Basic Policy on Eliminating Anti-Social Forces

The Company prioritizes compliance with laws and corporate ethics as the foundation of its management and have established the "Panasonic Group Compliance Code of Conduct" to ensure compliance, including provisions for cutting ties with anti-social forces. The Company has also established provisions on exclusion of anti-social forces in internal rules such as "Rules for Directors" and "Rules for Executive Officers," as well as in employment regulations, and have established a system to exclude anti-social forces or their close associates within the company by acquiring pledges related to the exclusion of anti-social forces. Additionally, the Company has established the "Rules for Anti-Social Forces Exclusion Activity" and have developed a management structure as follows.

Furthermore, in this Section IV "Status of Basic Policy Implementation in the Company" - "(2)System for ensuring legal compliance in the performance of duties by the Group's Directors and employees"-"(b)System for ensuring compliance with applicable laws in the performance of employees' duties", the Company describes the operational status of its system for ensuring the legality of the duties performed by its directors and employees, including the system for ensuring the legality of duties performed by directors and the system for ensuring the legality of duties performed by employees, with a specific focus on the operational status of its system for dealing with anti-social forces.

(1) Installation status of the overall response department and the responsible officer for preventing unjust demands

The Company has established a dedicated overall response department, promoted the establishment of a "Corporate Action Committee" to promote activities in Japan, and appointed responsible officers for preventing unjust demands at business sites.

(2) Status of collaboration with external specialized agencies

To respond promptly to anti-social forces, the Company works closely with the Violence Expulsion Promotion Center, local police stations, the Corporate Defense Council, lawyers, and other external specialized agencies on a daily basis, with the overall response department at the center of these efforts.

(3) Status of information collection and management related to anti-social forces

In case of emergency, the Company has established a system at the overall response department to aggregate information and provide support for responses. In addition, the Company strives to collect information from external specialized agencies during normal times and utilize it appropriately within the Panasonic Group. These pieces of information are managed appropriately in accordance with laws and internal regulations.

(4) Status of development of response manuals

The Company has developed response manuals for excluding anti-social forces and shared them within the group to ensure systematic responses.

(5) Status of training activities

To prevent relationships with anti-social forces, unjust provision of benefits, and acts that violate the principle of customer equality, the overall response department takes the lead in promoting awareness-raising activities within the Panasonic Group, including lending out training materials.

V. Others

1. Adoption of Anti-Takeover Measures

Adoption of Anti-Takeover Measures	Not Adopted
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Supplementary Explanation

1) Efforts to boost corporate value of the Company

The Company, since its establishment, has been operating its business under the Basic Business Philosophy, centering on "contributing to the progress and development of society and the well-being of people worldwide through its business". Going forward, the Company will continue to face social issues head-on in order to build an ideal society with material and

spiritual affluence through its business, and aim to create new value. It will also address various societal issues squarely, including global environmental issues, and pursue to make greater contribution to the development of society and the resolution of these issues. The Company believes these initiatives will lead to further improvement of business competitiveness, and through which, it will strive to continuously increase its corporate value by providing value that satisfies all stakeholders, including shareholders, investors, customers, business partners, and employees.

2) Measures against large-scale purchase

The Company has a basic policy that shareholders should make final decision in the event that a large-scale purchase of the Company's shares is offered, regarding whether or not the offer should be accepted. However, in such cases, there is a possibility that shareholders might not be provided with sufficient information required to make appropriate decisions, and a concern that corporate value and shareholder interest might be significantly damaged. Panasonic will take appropriate measures within the scope permitted by the Financial Instruments and Exchange Act, the Companies Act, and other related laws and regulations, including requesting any party proposing a Large-scale Purchase of the Company's shares to provide sufficient information necessary to assist shareholders in making appropriate decisions, expressing or disclosing opinions or other statements from the Board of Directors, and endeavoring to secure sufficient time for shareholders to consider the proposed purchase. Furthermore, to ensure transparency, the Company will set up a special committee primarily comprising Outside Directors prior to the expression or disclosure of any opinions or statements by the Board of Directors. The Board will consult this committee for its insights and treat the committee's verdict with the utmost respect.

2. Other Matters Concerning to Corporate Governance System[updated]

The Company's internal system for disclosing company information, including Timely Disclosure, is as follows.

Under its basic philosophy, "A company is a public entity of society," the Company has committed to highly transparent business activities and endeavored to be accountable its accountability to its stakeholders. The Company's specific approach to information disclosure is set forth in the "Panasonic Group Compliance Code of Conduct", which embodies the Management Philosophy and sets forth specific items to be fulfilled in conducting business activities while practicing compliance. The basic policy on information disclosure, together with practical standards, methods and internal systems, are published in the "Disclosure Policy" on the Company's website.

In accordance with this basic policy, important matters concerning the management of the Group are resolved or reported at the Board of Directors pursuant to the Rules of Meetings of

the Board of Directors. These important matters and other matters, which are required to be disclosed under relevant laws and ordinances in Japan and overseas or any other regulations, are timely and accurately reported from each relevant department, that has the important internal information, to the department that handles relevant information under the monitoring of the Group CFO, so that important information is gathered. Further, matters required to be disclosed under the rules of financial instruments exchanges are also under the monitoring of the Group CFO.

Also, if any of the matters which is required to be disclosed under relevant laws and ordinances in Japan and overseas, and the rules of financial instruments exchanges or any other regulations, occurs at the Company's subsidiaries including the Operating Companies, such matter shall be immediately reported to the Investor Relations section, Corporate Controlling and IR Office, Corporate Finance, Controlling and IR Department or the Accounting Department, depending upon the nature thereof; Thus, the Company has established a structure whereby these matters can be collected.

With respect to the information gathered or identified, the Company determines the necessity of disclosure thereof in accordance with relevant laws and ordinances in Japan and overseas, and the rules of financial instruments exchanges or any other regulations, and makes effort to disclose it at the time that the organization, which effectively decides execution of the business of the Company, makes a resolution or determination, or becomes aware of its occurrence.

In addition, the Company endeavors to confirm the contents and expressions of the disclosure with the relevant departments within the Company and outside legal counsel to ensure the accuracy, fairness and adequacy of the disclosure.

Moreover, the Company has established disclosure control procedures in order to comply with relevant laws and ordinances in Japan and overseas, the rules of financial instruments exchanges and any other regulations, and to implement the fair, accurate and timely disclosure of information about its Group, etc. In the process of preparation and confirmation of documents such as annual securities reports and quarterly reports, the Disclosure Committee, which is comprised of managers from principal departments that handle relevant information, confirms and approves the validity of the content of the descriptions and the appropriateness of the procedures concerning the disclosure under the supervision of the Group CEO and the Group CFO, who are responsible for establishing, maintaining and ensuring the effectiveness of the internal control and disclosure control of the Company. The chairperson of the Disclosure Committee is appointed by the Group CEO and the Group CFO, and the members of the Disclosure Committee are appointed by the chairperson of the Disclosure Committee.

The Disclosure Committee also develops, maintains, improves and evaluates the internal control procedures concerning disclosure matters.

The Company has documented the actual status of its internal control system, with integrated control provided by the Internal Control Promotion Office, in order to ensure reliability in the financial reporting of the Panasonic Group including its subsidiaries, ranging from the control infrastructure to actual internal control activities. Specifically, the Company has reinforced its internal controls by implementing self-checks and self-assessment programs at each of the Operating Companies. Then, Internal Auditing Managers of the Operating Companies appointed by the Company at each of the Operating Companies conduct audits. Based on the audits, the Internal Control Promotion Office supervises the group-wide internal control audits in order to confirm the effectiveness of each company's financial reporting. With the aim of further enhancing the Group's internal control system, in fiscal 2025 Panasonic had approximately 370 personnel assigned to conduct internal audits in the Internal Auditing Group.

Under the above-mentioned internal system, the Company fully recognizes the spirit of the basic principles regarding the sincere performance of duties by issuers of listed securities in the listing regulations of financial instruments exchanges such as the Tokyo Stock Exchange. The Company is committed to providing timely and appropriate company information from an investor's perspective, ensuring it is delivered promptly, accurately, and fairly. Additionally, the Company will actively disclose information on its investor website, taking into consideration the convenience of domestic and international investors.

Investor Relations Website:

<https://holdings.panasonic/jp/corporate/investors.html>(Japanese)

<https://holdings.panasonic/global/corporate/investors.html>(English)

