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Corporate Governance Report

August 21st, 2025

SUMIDA CORPORATION

Representative Executive Officer and CEO

Kanji Hori

For Inquires: Corporate Office

Hitoshi Aizawa

Security Code: 6817

<https://www.sumida.com>

The status of our corporate governance is as follows.

I. Basic Views on Corporate Governance, and Information on Capital Structure, Company Profile and Others

1. Basic Views on Corporate Governance

We recognize that it is a basis for corporate governance as well as one of the most important management issues to ensure the transparency and efficiency of the management, meet the expectations of stakeholders and continue to increase our corporate value. In order to strengthen our corporate governance, we shifted to a Company with Committees system in April 2003. Company with Committees system is an organizational structure where management supervision and execution of operations are clearly separated to make both organizations function effectively. The Board of Directors specializes in management supervision, and committees, the majority of which are composed of Outside Directors, are set up to improve transparency, and Executive Officers are appointed to be dedicated to business execution. SUMIDA CORPORATION (hereinafter referred to as "the Company") has established three committees: the Nomination, Audit, and Compensation committees. The Audit Committee is composed of Independent Outside Directors, with the exception of one member. The Nomination and Compensation Committees are each composed of Independent Outside Directors, except for two members. In addition, the Board of Directors has delegated a significant portion of decision-making authority to the Executive Officers so that they can make decisions quickly and manage the group with mobility and flexibility in response to turbulent social and economic conditions. We actively work to disclose information including quarterly financial results as we believe that a timely and high-quality information disclosure is the key to accountability to our stakeholders and contributes to the enhancement of management transparency and corporate governance. Sumida's approach to corporate governance is described in the "Sumida's Management Principles". The "Sumida's Management Principles" are posted on the Company's intranet in English, Japanese and Chinese, and can be checked by the executives and employees of the group at any time.

[The reasons for non-compliance with Japan's Corporate Governance Code]

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

[Disclosure Based on the Principles of the Corporate Governance Code] (Revised)

Supplementary Principles 3.1.3 (Full Disclosure): Disclosure of Sustainability Initiatives

Supplementary Principles 4.11.1 (Preconditions for Board and Kansayaku Board Effectiveness): Approach to Balance, Diversity, and Size

ESG is one of the most important issues addressed in our Mid-term Business Plan covering the three-year period from the fiscal year ending December 31, 2024, to the fiscal year ending December 31, 2026. With our business nature, in power-related electronics, we focus our value to society on bringing solutions that are both designed and manufactured to help achieve global zero emission goals.

Forward-looking statements in this document are based on our judgment as of the end of the fiscal year 2024.

(1) Climate Change

1. Governance

At least once a year, the CEO reports the results of the CSR Committee and other activities to the Board of Directors regarding progress, plans, and risks related to the environment, including climate change, and the Board of Directors discusses the results based on the report.

2. Risk Management

We have the Rules for Compliance and Risk Management which purpose is to ensure that the entire Sumida group companies (hereinafter: “the Group”) comply with all applicable laws and regulations, corporate ethics, and the company internal rules in Japan and abroad in the execution of its management and business operation, and to ensure efficient and effective management through sound risk-taking, including verification of the appropriateness of risk-taking and minimization of risk.

Our Risk Management Committee (RMC) is headed by Chief Risk Management Officer, which CEO is in charge of. The objectives of RMC are to identify risks (Definition of risk means an uncertainty that might cause unexpected damage to the corporation.) for the Group effectively and efficiently and to prevent or avoid those risks as much as possible.

To make the RMC's discussions more effective, a risk survey is conducted every three years, and based on the results, a risk map is prepared based on the scale of damage and frequency of occurrence, which is used to promote business and inform management decision-making. We will conduct a risk survey and revise the risk map in 2025.

In addition, the CSR Committee identifies environmental risks and opportunities, including climate change, and discusses the progress of these efforts on an ongoing basis at least once a year.

3. Strategy

We are working on disclosures in line with the TCFD recommendations. The risks and opportunities related to climate change which the CSR Committee identified are as follows.

Risk

- Damage of company infrastructure, company locations are subject to disrupted operation due to the consequences of more frequent extreme weather events.
- Damage of company infrastructure, company locations are subject to disrupted operation due to the consequences of more frequent extreme weather events.
- Cost of energy and certain pre-materials may be increasing due to carbon pricing regulations in certain markets.

Opportunities

- We are designing and manufacturing products for energy efficient applications (power supplies,
- Increasing business by winning new customers and/or new projects with existing customers by providing innovative solutions for low carbon emission applications and good collaboration in the supply chain supporting various GHG emissions reduction initiatives.
- Innovative product design in cooperation with suppliers and customers to increase the use of recycled materials in our products and improve recyclability in the end product of our customers.

4. Metrics and Target

We identified the following three issues as the most important ESG-related issues to be addressed.

1. Targeting specific markets with innovative products/solutions that help in reducing carbon emissions
2. Operational, energy and waste efficiency – optimizing efficiency, utilizing green energy & recycled materials where possible
3. Working together with our stakeholders to support the 17 UN Sustainable Development Goals

Through addressing these issues, we aim to reduce greenhouse gas emissions (Scope 1 & 2) in FY2030 by 42% from the FY2022 level.

Details of our sustainability-related matters are posted on the website (<https://www.sumida.com/csr/index.php?lang=en&categoryId=&parentId=&csrId=>). The date for updating the website has not yet been determined but will be updated without delay if there are any

updates to the content.

(2) Human capital

1. Strategy

In “Sumida Corporate Business Principles”, the Company promises our employees the following 7 commitments.

- We regard our employees as our most important resources, and fully appreciate each person’s individual value.
- We aim to be a borderless, transnational corporation in a true sense; we guarantee fair treatment for our employees at all work locations and promote teamwork among them.
- We ensure prohibition of discrimination by ethnicity, race, gender, age, belief, religion and/or physical disability.
- We assign appropriate and challenging work to employees according to their ability and evaluate them properly.
- We provide employees with safe, comfortable and productive working conditions.
- We continuously develop our human resources, encourage employees to exercise their full potential and create relationships where both the corporation and individual can grow together.
- The Company is considerate of employees fulfilling his/her social responsibilities as a citizen. The Company aims to develop a stable and friendly long-term partnership with employees based on mutual trust and growth.

We have established the following 6 values as the Company’s common values among our global employees.

- Innovativeness
Continuously seek knowledge and gain expertise. Anticipate and act swiftly in order to be a leader in our industry with our products, technologies and approach to business operations.
- Customer-Focus
Putting the customer’s needs first, develop good long-lasting relationships by providing high quality products and solutions to our customers when and where they need them.
- Challenging Spirit
Be determined and open to new challenges, always push to do better no matter what circumstances we face.
- Life Balance
To work smart and efficiently in order to take a well-balanced approach to family, life and work.
- Global Meritocracy
Be a globally consistent company to our diverse employees that fosters respect, personal development and drives high levels of engagement regardless of who and where you are.
- Sustainability
Plan and have a vision for the future, respect the needs of society by holding social responsibility with high regard.

In particular, as a global company, it respects diversity of each employee with various backgrounds and it promotes respect to each other, it encourages them to grow and supports them proactively.

2. Metrics and Target

As a result of activities based on the ideas and policies described in “(1) Strategy”, female managers currently account for approximately 22% of all managers in its global organizations. More than 80% of the Company's senior managerial positions are occupied by mid-career employees (Including those who have participated in the Company group through M&A in the past) and 50% of the Company's senior managerial positions are non-Japanese nationals. The Company aims to keep the present situation also in the future.

Supplementary Principles 4.11.3 (Preconditions for Board of Directors and Kansayaku Board Effectiveness): Analysis, Evaluation and Disclosure of Effectiveness

In order to enhance sustainable corporate value, the Company conducts an annual analysis and evaluation of the effectiveness of the Board of Directors, reflecting on activities over the past year. This self-evaluation covers activities of the Board of Directors and each committee including the three statutory committees, allowing us to identify issues for the upcoming fiscal year to further improve effectiveness.

In the previous evaluation conducted in FY2023, the Company aimed to enhance objectivity by utilizing third-party support and conducted a survey through an external organization. As a result, the Company recognized the following main challenges for FY2024: 1) Providing information and exchanging views with outside directors, 2) Supervision of the establishment and operation of internal control systems, and 3) Engaging in dialogue with shareholders and others, and worked on improvements. Specific achievements included:

1. Providing Information and Exchanging Views with Outside Directors

- Expanded opportunities for information exchange and provision with the executive side (e.g., conducting individual briefings, utilizing informal off-site meetings and web conferences).
- Held independent outside director meetings (e.g., utilizing off-site meetings).

2. Supervising the Construction and Operation of Internal Control Systems

- Improved operations on the executive side (e.g., enhancement of the internal audit team).

3. Engaging in Dialogue with Shareholders and Others

- Strengthened IR activities on the executive side (e.g., strengthening personnel in the responsible department, holding explanatory meetings for individual investors) and improved disclosure status (e.g., enhancing the format and quality of information disclosed on the website).
- Deepened discussions at the Board of Directors concerning dialogues with the executive side (e.g., regularly reporting on dialogues with the executive side and receiving advice from the Board).

In January 2025, we updated the questionnaire considering new challenges for the evaluation of effectiveness in FY2024. The summary of the results is as follows:

1. Evaluation Method

After explaining the purpose and content of the FY2024 Board of Directors effectiveness evaluation survey (hereinafter referred to as the “Survey”) to the directors in January 2025, anonymous responses were received via a online survey from seven (7) directors. The Board of Directors’ secretariat compiled the survey results, identified issues and matters to address, and finalized the FY2024 Board of Directors effectiveness evaluation.

2. Purpose of Implementation

To analyze and evaluate the effectiveness of the Board of Directors and committees, aiming to enhance their functions.

3. Implementation Process

The schedule for the FY2024 effectiveness evaluation is as follows:

- January 2025: Distribution and collection of the survey.
- February 2025: Analysis and compilation of results.
- March 2025: Reporting to the Board of Directors.

4. Structure of Questions

The questions were categorized into the following categories, each containing multiple related questions, along with free response sections for each category:

1. Composition and operation of the Board of Directors (12 questions)
2. Management strategy and business strategy (11 questions)
3. Corporate ethics and risk management (6 questions)
4. Evaluation and compensation of management (4 questions)
5. Dialogue with shareholders and investors (3 questions)

6. Questions regarding the Nomination Committee (for committee members only) (7 questions)
 7. Questions regarding the Compensation Committee (for committee members only) (6 questions)
 8. Questions regarding the Audit Committee (for committee members only) (7 questions)
 9. Questions regarding the Risk Management Committee (for committee members only) (5 questions)
 10. Points to be evaluated or improved by the Board of Directors, and other opinions/requests (free response).
5. **Response Method**
Responses were rated on a five-point scale (5: effective, appropriate; 4: somewhat effective, appropriate; 3: neutral; 2: somewhat needs improvement; 1: needs improvement, inappropriate). In the free response section, opinions related to the questions in each category were recorded.
6. **Summary of Evaluation Results and Response to Future Challenges**
Based on the overall score results, we determined that the effectiveness of our Board of Directors is sufficiently secured. However, to further enhance effectiveness, we recognize the following issues to address:
1. Engage in deeper discussions regarding the CEO succession plan, allowing sufficient time.
 2. Consider diversifying performance evaluation criteria for executive incentive plans.
 3. Deepen discussions on management resource allocation for sustainable growth.
 4. Enhance discussions towards goals for increasing sustainable corporate value through DX promotion.
 5. Aim for timely sharing of information on risks and potential risks to facilitate appropriate risk responses.
 6. Strive to improve the transparency of the internal whistleblowing system within the company.
 7. The executive side should expedite the distribution of materials and promptly provide additional materials upon request from directors.

The Company's Board of Directors will continue to work on these challenges to enhance its effectiveness and strengthen corporate governance.

- The Company respects the purposes of the Corporate Governance Code and posts its compliance status with all 83 principles on our website as "Sumida Corporate Governance Policy". <https://www.sumida.com/about/index.php?lang=en&categoryId=5&parentId=387&aboutId=387&jobId=>
- Regarding the status of implementation of the principles provided in the Corporate Governance Code, please refer to "Status of implementation of the Corporate Governance Code" in the later part of this report.

Principle 5.1 Policy for Constructive Dialogue with Shareholders

Given that the Board of Directors is responsible for overseeing dialogue with shareholders and investors, the Board will expand its supervision and advice on the status of initiatives and disclosures on the executive side, and deepen discussions as necessary on requests obtained through dialogue.

[Action to Implement Management that is Conscious of Cost of Capital and Stock Price]

Content of Disclosure	Disclosure of Initiatives (Update)
Availability of English Disclosure	Available
Date of Disclosure Update	March 27, 2025

Explanation of Actions

We have positioned the sustainable enhancement of corporate value as a core objective of our corporate management. We understand that this will be achieved by continuously generating a return on equity that

exceeds the cost of shareholders' equity, and that this will in turn lead to an improvement in PBR. In examining ways to improve PBR, we compared the ROE and PER of our group with the average values for all companies listed on the Tokyo Stock Exchange, and as a result of this analysis, we concluded that there were particular issues with our PER at the end of fiscal 2023. However, the contribution of financial leverage was significant, and in fact, in fiscal 2024, we saw a significant decrease in profits amid a delay in revenue growth. Under the circumstances, we have reaffirmed the need to aim for sustainable improvement in ROE, and at present, in addition to structural reform in Europe, we are working to lower the break-even point by optimizing indirect personnel in China and controlling overall group expenses. At the same time, we are also working to diversify our revenue portfolio by diversifying product uses and distributing customers, and we are working on both fronts to strengthen our ability to earn and stabilize our business performance. In addition, in order to improve the PER, we have been working to strengthen shareholder returns and IR activities, and in fiscal 2024 we made changes to our dividend policy, held briefings for individual investors, and published a fact book. We will continue to promote to gain understanding of our initiatives and growth potential through measures such as strengthening IR activities.

Details of figures including ROE and cost of equity are included in our fiscal 2024 securities report.

https://www.sumida.com/investor-relations/downloads/20250319-Q4-Jp.24q4_shihanki_hokokusho.pdf

2. Capital Structure

Ratio of Stock Holdings by Foreign Shareholders	10% or more but less than 20%
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[Status of Major Shareholders]

Name / Company Name	Number of shares held	Ratio of the number of shares held (%)
The Master Trust Bank of Japan, Ltd. (Trust Account)	4,748,100	14.36
Custody Bank of Japan, Ltd. (Trust Account)	1,921,900	5.81
Yawata Building Co., Ltd.	1,112,281	3.36
Yawata Zaidan Limited	759,257	2.29
GOLDMAN SACHS INTERNATIONAL	757,868	2.29
The Nomura Trust and Banking Co., Ltd. (Investment Account)	755,700	2.28
Sato Tetsuo	720,000	2.17
STATE STREET BANK AND TRUST COMPANY 505223	716,933	2.16
MSIP CLIENT SECURITIES	447,564	1.35
Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.	400,000	1.21

Controlling Shareholder (except for Parent Company)	---
Parent Company	None

Supplementary explanations

3. Company Profile

Listed Stock Market and Market Section	Tokyo Stock Exchange, Prime Market
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Fiscal Year-End	December
Type of Business	Electronics Components
Number of Employees (consolidated) as of the End of the Previous Fiscal Year	1,000 or more
Sales (consolidated) as of the End of the Previous Fiscal Year	¥100 billion or more but less than ¥1 trillion
Number of Consolidated Subsidiaries as of the End of the Previous Fiscal Year	10 or more but less than 50

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

None

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

None

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

1. Corporate Governance Structure and Organizational Operations

Organization Form	Company with three committees (Nomination, Audit and Compensation)
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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 of Directors	Other Director
Number of Directors	8

[Outside Directors]

Number of Outside Directors	6
Number of Independent Directors	6

Outside Directors' Relationship with the Company (1)
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Name	Attribute	Relationship with the Company*										
		a	b	c	d	e	f	g	h	i	j	k
Mr. Tatsuo Umemoto	From another company											
Mr. Yan Hok Fan	From another company											
Mr. Ryo Hayakawa	From another company											
Dr. Albert Kirchmann	From another company											
Ms. Sawako Ueno	Certified public accountant											
Ms. Junko Dochi	Lawyer											

* 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. Executive officer of the Company or its subsidiaries

b. Executive officer or non-executive director of a parent company of the Company

c. Executive officer of a fellow subsidiary company of the Company

- d. A party whose major client or supplier is the Company or an executive officer thereof
- e. Major client or supplier of the Company or an executive officer thereof
- f. Consultant, accountant or legal professional who receives a large amount of monetary consideration or other property from the Company besides compensation as a director
- g. Major shareholder of the Company (or an executive officer of the said major shareholder if the shareholder is a legal entity)
- h. Executive officer 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. Executive officer of a company, outside directors of which and those of the Company are mutually appointed (the director himself/herself only)
- j. Executive officer 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)
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Name	Committees			Designation as Independent Director	Supplementary Explanations of the Relationship	Reasons of Selection
	Nomination	Compensation	Audit			
Mr. Tatsuo Umemoto	○	○	○	○	Business owner	<p>Mr. Tatsuo Umemoto has accumulated a wealth of international experience as a management consultant and corporate executive over many years. He has played leading roles in the launches of multiple companies, including Starbucks Coffee Japan Co., Ltd., and he currently works as an advisor in various fields and as a Visiting Professor at Graduate School of School Design Studies, Rikkyo University. The Company proposed him as a candidate for Outside Director because he is expected to oversee and check management based on his insight which is especially informed by his experience in business strategy, business planning, new business development, organization personnel, competency development, and marketing and branding.</p> <p>Reason for designation as an independent director We have determined that he meets the independence requirements for Outside Directors set by the Nomination Committee and that there is no risk of conflict of interest with general shareholders.</p>
Mr. Yan Hok Fan	○	○		○	Business owner	<p>Mr. Yan Hok Fan has worked as a manager and a director of Asian companies over many years, primarily in China and Hong Kong. The Company proposed him as a candidate for Outside Director because he is expected to oversee and check management based on the knowledge and experience as a manager that he has accumulated throughout his career, and his insight into the Asian market.</p> <p>Reason for designation as an independent director We have determined that he meets the independence requirements for Outside Directors set by the Nomination Committee and that there is no risk of conflict of interest with general shareholders.</p>
Mr. Ryo Hayakawa			○	○	Former managing director of a foreign-affiliated securities company, business owner	<p>Mr. Ryo Hayakawa has accumulated a wealth of experience in the financial industry over many years, and currently engages in management and serves as director at several companies. The Company proposed him as a candidate for Outside Director because he is expected to oversee and check management based on the</p>

						<p>experience and insight that he has accumulated throughout his career.</p> <p>Reason for designation as an independent director We have determined that he meets the independence requirements for Outside Directors set by the Nomination Committee and that there is no risk of conflict of interest with general shareholders.</p>
Dr. Albert Kirchmann	○	○		○	Business owner	<p>Dr. Albert Kirchmann has accumulated a wealth of international experience over many years including senior leadership roles with responsibility for finance & controlling, business and product planning within the commercial vehicle business of Daimler Truck Holding AG, as well as holding positions including Representative Director and CEO for Mitsubishi Fuso Truck and Bus Corporation. The Company proposed him as a candidate for outside director because he is expected to oversee and check management given his knowledge and experience as well as the insight he brings in relation to automobiles and the European, Japanese and Asian markets as an international manager cultivated throughout his career.</p> <p>Reason for designation as an independent director We have determined that he meets the independence requirements for Outside Directors set by the Nomination Committee and that there is no risk of conflict of interest with general shareholders.</p>
Ms. Sawako Ueno			○	○	Certified public accountant	<p>Ms. Sawako Ueno has been involved in audit, strengthening governance, and transformation of business models, as well as digitization of domestic and foreign corporations over many years as a certified public accountant, and held positions as partner and director in major audit firms. In addition, Ms. Ueno has accumulated abundant experience as a Securities Transaction Special Inspector at the Securities and Exchange Surveillance Commission. The Company proposed her as a candidate for outside director because she is expected to contribute to maintaining and improving the Company's compliance based on her knowledge and experience cultivated throughout her career.</p> <p>Reason for designation as an independent director We have determined that he meets the independence requirements for Outside Directors set by the Nomination Committee and that there is no risk of conflict of interest with general shareholders.</p>
Ms. Junko Dochi			○	○		<p>Ms. Junko Dochi has accumulated a wealth of experience in the fields of corporate legal affairs,</p>

						<p>B2B transactions, and intellectual property as an international attorney over many years. The Company proposed her as a candidate for outside director because she is expected to oversee and check management based on her insight cultivated throughout her career as an attorney at law with global perspective. Although she has not been directly engaged in corporate management in the past other than as an outside officer, based on the above reasons, the Company has judged that she is capable of appropriately performing her duties as an outside director.</p> <p>Reason for designation as an independent director We have determined that he meets the independence requirements for Outside Directors set by the Nomination Committee and that there is no risk of conflict of interest with general shareholders.</p>
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[Committees]

Committee's Composition and Attributes of Chairperson

	All Committee Members	Full-time Members	Inside Directors	Outside Directors	Chairperson
Nomination Committee	5	0	2	3	Outside Director
Compensation Committee	5	0	2	3	Outside Director
Audit Committee	4	0	1	3	Outside Director

[Executive Officers]

Number of Executive Officers	4
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Status of Additional Duties

Name	Representative Authority	Additional Duties as Director			Additional Duties as Employee
			Nomination Committee Member	Compensation Committee Member	
Mr. Kanji Hori	Yes	No	×	×	No
Mr. Katsuyuki Kojima	No	No	×	×	No
Mr. Hiromatsu Takeshima	No	No	×	×	No
Mr. Klaus Neumeier	No	No	×	×	No

[Auditing Structure]

Appointment of Directors and/or Staff to Support the Audit Committee	Appointed
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Matters Related to the Independence of Such Directors and Their Staff from Executive Officers

The Audit Committee Assistant shall be in charge of assisting the Audit Committee in its duties. However, final decisions on such matters as personnel changes and organizational changes must be approved by the Audit Committee.

Cooperation among the Audit Committee, Accounting Auditor and Internal Audit Department

The Accounting Auditor shall explain the audit plan to the Audit Committee at the beginning of each fiscal year and shall periodically report to the Audit Committee on the status of audits during the fiscal year and the results of audits at the end of the fiscal year. In addition, the Accounting Auditor shall hold discussions with the Audit Committee as necessary.

The Audit Committee Assistant shall consult with the Audit Committee in advance when formulating the annual audit policy and plan. The Audit Committee Assistant shall also report to the Audit Committee on the implementation and results of internal audits. In addition, the Audit Committee may request the Audit Committee Assistant to conduct additional audits as necessary.

[Independent Directors]

Number of Independent Directors	6
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Other Matters Related to Independent Directors

The Company's stance on independence of the outside directors is as follows.

The Company places importance on the substantial independence of the Outside Directors. In addition to the requirements for the independent directors stipulated in the Companies Act and the Financial Instruments and Exchange Act, the Company has formulated its own independence requirements for the Outside Directors, based on which we appoint our Outside Directors. The requirements for independence of the Outside Directors are determined by the Nomination Committee which is composed of Outside Directors except for two members.

Criteria and policy regarding independence of the Outside Directors (Revised on December 14, 2018)

Outside Directors of the Company who do not fall into any of the following categories are deemed to be independent directors.

1. A person who currently holds the position of an Executive Officer of the Company or its subsidiaries or affiliates or held such a position at any time during the 10 years prior to assuming the position of the Company's director.
The term "Executive Officer" shall mean the following persons (the same shall apply hereinafter).
 - (a) An Executive Director, Executive Officer, or other Officer who executes the business
 - (b) An Employee who executes business, a person who is to perform duties specified in Article 598, Paragraph 1 of the Companies Act, or any other person equivalent thereto
 - (c) An Employee
2. A person whose spouse or a relative within the second degree of kinship is currently in the position of an Executive Officer of the Group or was in such a position at any time during the five years prior to the appointment as a director.
3. Major shareholders of the Company or their business executors
A "major shareholder" means a person who directly or indirectly holds 10% or more of the voting rights of the Company.
4. Major business partners of the Group or their business executors, and persons who have the Group as their major business partners or their business executors
A "major business partner" is a corporation, etc., whose payment or receipt in transactions with the Group accounts for 2% or more of the consolidated sales revenue of the Group or its business partners in any of the past five fiscal years.
5. A person who receives a large amount of money or other assets other than remuneration from the Group (legal, accounting, or tax specialists, consultants, etc.), or a person who belongs to a corporation, partnership, or other organization that receives a large amount of money or other assets from the Group.
The term "large amount" refers to the case where the annual payment of money or other property benefits exceeds 5 million yen in any of the last three fiscal years (the same shall apply hereinafter).
6. A person who receives a donation in the form of a large amount of money or other property from the Group, or a person who belongs to a corporation, partnership, or other organization that receives such a donation.
7. Spouse or relative within the second degree of kinship of a person falling under the preceding four paragraphs.
8. Any other person who is deemed to have circumstances that may cause a conflict of interest with the Company's general shareholders and hinder the performance of duties as an independent outside director.

[Matters Related to Incentives]

Incentive Policies for Directors and/or Executive Officers	Performance-linked Compensation, and Stock Option
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Supplementary Explanations

Please see “Disclosure of Policy on Determining Compensation Amounts and their Calculation Methods” below.

Recipients of Stock Options	Executive Officers of the Company and Directors as well as employees of its subsidiaries
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Supplementary Explanation

- On April 23, 2021, stock acquisition rights were granted to 2 Executive Officers of the Company, 17 Directors of its subsidiaries and 28 employees of its subsidiaries.
- On April 24, 2024, stock acquisition rights were granted to 4 Executive Officers of the Company, 14 Directors of its subsidiaries and 28 employees of its subsidiaries.

[Remuneration for Directors and Executive Officers]

Disclosure of Individual Directors' Compensation	Only partial disclosure
Disclosure of Individual Executive Officers' Compensation	Only partial disclosure

The amount of compensation is disclosed in the business report and annual securities report, and the details are also posted on the Company's website. Please refer to the following URL. In the annual securities report, individual compensation amounts are disclosed for some Directors and Executive Officers in accordance with the provisions of the Cabinet Office Ordinance on Disclosure of Corporate Information.

<https://www.sumida.com/investor-relations/index.php?lang=en&categoryId=15&parentId=120&investorId=121>

Policy on Determining Compensation Amounts and Their Calculation Methods	Established
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Disclosure of Policy on Determining Compensation Amounts and their Calculation Methods

The Company, as a company with nomination committee, etc., determines compensation for its directors and executive officers in a fair and appropriate manner, having established a Compensation Committee, a majority of which consists of outside directors, and appointed an outside director as its chairman to ensure transparency. The Company's officer compensation system, in accordance with the management policies, aims to further motivate its executive officers to continuously improve the business performance over the medium to long term and to contribute to the increase in the overall corporate value of the Group, so that the Company can meet the expectations of its shareholders.

The Company targets a level of compensation sufficient for securing and maintaining talented human resources who will lead its development.

In line with this objective, the Compensation Committee has decided on the policy to determine individual compensation for directors and executive officers as follows, and determines the amounts of individual compensation for directors and executive officers in accordance with this policy.

The content of individual compensation for directors and executive officers of the Company in the current fiscal year has been decided after appropriate deliberation in the Compensation Committee in accordance with

the policy resolved by the Compensation Committee, and is judged to conform with the policy.

1.Scope of decision and extent of disclosure

“The amount of individual compensation for directors and executive officers” that the Compensation Committee defines and discloses shall be the total amount of compensation paid by the Group in order to enhance its transparency. It shall be disclosed separately for directors and executive officers.

2.Directors’ compensation

The directors’ compensation shall be determined by reflecting the position and responsibility of each director, and in consideration of the economic trends and the business environment of the Company. Directors’ compensation is composed of the following four elements.

1)Basic compensation

Compensation for the responsibilities as director (including the compensation for the responsibilities of the members of the Nomination and Compensation Committees)

2)Compensation of Audit Committee members

Compensation for the responsibilities as the member of the Audit Committee

3)Compensation of Committee Chairmen

Compensation for the responsibilities as Chairman of the Audit Committee, Chairman of the Nomination Committee and the Compensation Committee

4)Compensation of Vice Chairman of the Board of Directors

Compensation for the responsibilities as Vice Chairman of the Board of Directors

3.Executive officers’ compensation

For executive officers’ compensation, incentive compensation (corporate performance-linked compensation) shall be adopted in addition to the basic compensation (fixed compensation) in order to maintain and raise the motivation for the execution of operations. Executive officers’ compensation is composed of the following four elements:

1)Basic compensation

Basic compensation shall be on a fixed basis in consideration of the position and responsibility as an executive officer within the Company, and any additional post as an officer at subsidiaries. The amount of compensation shall be determined by taking into account the previous operational performance and comparison with the actual compensation for the previous fiscal year.

2)Short-term incentives

These compensations are intended to maintain and raise the short-term motivation, and the base amount shall be determined depending on the position and responsibility of each executive officer. The amount to be paid will be changed in accordance with the target performance set at the beginning of the term and the actual performance and execution of duties of the Group as a whole or the function in charge. Additional bonuses may be paid to any distinguished achievement for which the Compensation Committee gives credit.

3)Stock options

The Company shall grant performance-linked share acquisition rights (stock options) in accordance with the Mid-Term Business Plan.

4)Pension plans

The Company shall grant this compensation as additional benefit to public pension in consideration of their service period in order to help eligible retired executive officers have stable lives after retirement.

4.Total compensation and basic compensation shall be set at appropriate levels in consideration of each rank and value of duties while periodically referring to external objective data and evaluation data.

5.Compensation for directors and outside directors shall not include a portion that reflects short-term performance in light of their position to supervise management, and only the basic compensation on a fixed basis, as well as the compensation of Committee Chairmen for chairmen of committees, compensation of Audit Committee members for members of the Audit Committee, and compensation of Vice Chairman of the Board of Directors for Vice Chairman of the Board of Directors shall be paid.

1. Method for determining the amount of Incentive (Performance-linked compensation)
 - A. Short-term incentive Indicators, reasons for the selection of these indicators, and the method for determining the amount of the compensation.
 - 1) Indicators and the reasons for the selection of these indicators
The indicator for short-term incentive is the amount of the Group's consolidated operating profit. The operating profit is the most appropriate indicator for determining the responsibility for performance that should be taken on by Executive Officers with the aim of realizing sustainable growth and enhanced corporate value by achieving higher levels of operating profit.
 - 2) Methods for determining the amount of the compensation
Short-term incentive = Base salary × factor based on position × the attainment level of the target
The rate of the payment varies from 0% to 150%, depending on the attainment level of the target.
 - B. Stock option (Performance-based stock acquisition right Indicators, reasons for the selection of these indicators, and the method for determining the amount of the compensation.
 - 1) Indicators and the reasons for the selection of these indicators
The amount of the operating profit and ROIC are set to be the indicators (all of which are on the consolidated basis of the Group) based on the Mid-term business plan target.
The amount of the operating profit is selected to realize the further increase Automotive and Industry business, Increase Consumer Electronics market related business, Speed up the growth of non-coil business. And ROIC is selected to improve the efficiency of invested capital over the medium to long term.
 - 2) Methods for determining the amount of the compensation
The percentage of stock acquisition rights exercisable will be calculated based on the percentage of achievement of the operating profit target for the period of the Mid-Term Business Plan. The achievement rate will be read as the exercisable ratio as it is, which will range from a lower limit of 60% to an upper limit of 100%.

2. Compensation for Directors and Executive Officers (2024-Jan-1st to 2024 Dec 31st)

Executive Officers (5 persons)

- Base salary 126 million yen, Short-term incentive 59 million yen, Stock option 16 million yen, Pension plan 20 million yen, Fringe benefit 0 million yen, Retirement benefit 109 million yen, Total 332 million yen.

Inside Directors (2 persons)

- Base salary 31 million yen, fringe benefit 12 million yen, Total 44 million yen

Outside Directors (8 persons)

- Base salary 37 million yen, Total 37 million yen

Grand total (15 person)*

- Base salary 195 million yen, Short-term incentive 59 million yen, Stock option 16 million yen, Pension plan 20 million, Fringe benefit 13 million yen, Retirement benefit 109 million yen, Total 414 million yen.

[Supporting System for Outside Directors]

We do not have staff solely dedicated to Outside Directors, but we do have staff dedicated to the Board of Directors and members of the Committees. These staff members support Directors without distinction of whether they are from inside or outside the Company, providing materials to explain agenda items in advance of the Board of Directors meetings. In addition, for the convenience of Directors residing overseas or working part-time, information is posted on a website established for Directors to share information among them in a timely manner.

2. Matters regarding Functions of Business Execution, Audit & Oversight, Nomination and Remuneration Decisions (Overview of Current Corporate Governance System)

The Board of Directors concentrates on the supervision of the Directors and the Executive Officers as well as on exclusive decision-making, such as the formulation of the basic management policies, and it delegates the execution of other matters to the Executive Officers. The Company has the following committees within the Board of Directors as of March 27th, 2024.

Nomination Committee

Composition: 2 Inside Directors and 3 Outside Directors

In addition to making proposals for the appointment and dismissal of Directors, the Nomination Committee also selects candidates for Executive Officers and recommends them to the Board of Directors.

Compensation Committee

Composition: 2 Inside Directors and 3 Outside Directors

The Compensation Committee formulates the policy of individual compensation for Directors and Executive Officers and makes final decisions on their individual compensation.

Audit Committee

Composition: 1 Inside Director and 3 Outside Director

The Audit Committee audits the execution of duties by Directors and Executive Officers and decides on the proposals to be submitted to the General Meeting of Shareholders regarding the appointment and dismissal of the Accounting Auditor.

Executive Officers

The Executive Officers are responsible for the execution of duties delegated by the Board of Directors in accordance with the division of duties determined by a resolution of the Board of Directors. The Company has four (4) Executive Officers, of which 1 (one) is Representative Executive Officer. A summary of the division of duties among the Executive Officers is as follows.

Representative Executive Officer and CEO

To plan corporate policies and strategies; to assume ultimate responsibility for execution of the business; and to report statuses of the business as executed to the Board of Directors.

Executive Officer - Global Sales

To execute business with regard to global sales based upon corporate policies and strategy laid out by CEO.

Executive Officer – Global Manufacturing (as of April 1, 2024)

To execute business with regard to global manufacturing based upon corporate policies and strategy laid out by CEO.

Executive Officer – Global R&D

To execute business with regard to global R&D based upon corporate policies and strategy laid out by CEO

The Board of Directors oversees operations executed by the Directors and the Executive Officers, and the Audit Committee audits the Directors and the Executive Officers. In addition, we have established a system whereby the Internal Audit Department reports to the Board of Directors and the Audit Committee, as necessary, any facts that may cause significant damage or disadvantage to the Company.

Status of the Accounting Auditor

The Company has entered into a contract with KPMG AZSA LLC for accounting audits, and the names of the certified public accountants and their assistants who performed the accounting audits for the fiscal year ended December 31, 2021 are as follows

- Takemitsu Nemoto --- a Partner with 3 years of working experience with KPMG AZSA LLC
- Yuhi Suzuki ---a Partner with 1 year of working experience with KPMG AZSA LLC

- Assistants--- 8 certified public accountants, 3 accountants who have passed the Certified Public Accountant Examination, and 25 junior accountants

3. Reasons for Adoption of Current Corporate Governance System(Revised)

A Company with Three Committees is an organizational structure that improves transparency by establishing committees in which Outside Directors are in the majority. Within the Company, Executive Officers who dedicate themselves to execution of business are appointed, while the Board of Directors specializes in the supervision of business execution. By having two distinctively separate functions of “execution” and “supervision”, both organizations are expected to function quite effectively. The Company moved to a Company with Three Committees (formerly “Company with Committees”) in April 2003 when the amended Commercial Code became effective. At that time, we thought a Company with Three Committees would be the best corporate structure to strengthen our corporate governance. In addition, the Board of Directors delegates much of its decision-making authority to the Executive Officers in order to “clarify their responsibilities and speed up the execution of business”.

III. Measures related to Shareholders and Other Stakeholders

1. Implementation Status of Measures to Vitalize the General Shareholders' Meeting and Facilitate Smooth Exercise of Voting Rights

	Supplementary Explanations
Early notice of the General Shareholders' Meeting	The notice of the general shareholders' meeting is scheduled to be sent by three weeks before the date of the meeting. It is also disclosed on our website before sending it out.
Avoidance of peak days when scheduling the General Meeting of Shareholders	The last meeting was held on March 26, 2025 (Wednesday) to avoid a concentrated date for many shareholders' meetings and to make it easier for our shareholders to attend.
Electronic Voting	Effective from the Annual General Meeting of Shareholders held in March 2006, it has become possible to exercise voting rights by electromagnetic means.
Efforts to improve the facilities for the exercise of the voting rights by the institutional investors including the possibility to make use of the Electronic Voting Platform System	As described above, our shareholders can exercise their voting rights by electromagnetic means effective from the Annual General Meeting of Shareholders held in March 2006. As one of the forms of this reform, we have made it possible for institutional investors to exercise their voting rights via the "Electronic Voting Platform"
Preparation of the Notice of the General Shareholders' Meeting both in Japanese and English	Effective from the Annual General Meeting of Shareholders held in March 2006, the Company has posted both Japanese and English versions of the convocation notice on its website.

2. IR Activities

	Supplementary Explanations	Presentation by Executive Officers
Preparation and publication of a disclosure Policy	The disclosure policy is posted on the following website. https://www.sumida.com/investor-relations/index.php?lang=en&categoryId=21&parentId=&investorId=	
Regular performance briefings for individual investors	Company's performance briefings are regularly presented by the Company's Executive Officers.	Yes
Regular performance briefings for analysts and institutional investors	It is conducted after the disclosure of quarterly financial results as appropriate.	Yes
Regular performance briefings for overseas investors	The Company holds its performance briefings for overseas investors as appropriate.	Yes
Posting of IR materials on the website	After the disclosure of the quarterly financial results, we post the presentation materials mainly for analysts and institutional investors on our website both in Japanese and English. In addition, explanatory materials for individual shareholders are also posted as appropriate.	
Establishment of a department and/or appointment of persons in charge of IR	We have established a department dedicated to individual shareholders, analysts and institutional investors.	

3. Measures to Ensure Due Respect for Stakeholders

	Supplementary Explanations
Respect for the status of stakeholders stipulated in the company Rules	<p>The Company has developed “Sumida Corporate Business Principles” which includes “Vision”, “Management Principles”, “Commitments”, “Code of Conduct”, Corporate Governance” and “Environmental Policy”.</p> <p>In the “Management Principles”, it is stipulated that we, the Company’s directors, officers and employees are expected to respect each other and to build up a strong relation of trust with our stakeholders. In the “Commitment” a basic concept of each stakeholder is defined, dividing stakeholders into the categories such as customers, shareholders, employees, suppliers, communities and others. In the “Corporate Governance”, a relationship with the stakeholders in terms of corporate governance is also defined.</p>
Environmental conservation programs and CSR activities	<p>The Group positively works on environmental conservation programs to fulfill its social responsibilities as a global citizen and established “Environmental Philosophy” in May 1998 which declared the Company protect the precious global environment, perform healthy and sustainable business activities and pass lean natural environments on to the next generation. Based on this philosophy, the Company and its subsidiaries acquired environmental management system of ISO 14001 certification. In the companies that acquired the certification, we promote environmental conservation programs in each process of daily operations starting from development and design of our products, including energy saving, natural resources saving, recycling, green procurement as well as reduction of any environmentally damaging substances used in our products.</p>
Development of policies regarding the information disclosure to Stakeholders	<p>The basic policy was stipulated in “Relationship with Stakeholders in Corporate Governance” included in the “Sumida Corporate Business Principles”.</p> <p>The Company actively discloses information to stakeholders including quarterly financial results, believing that disclosing high-quality information in a timely manner contributes to enhancing accountability to the stakeholders and transparency of the management. More specifically in 2005, internal system relating to a timely disclosure of the Company’s information was reviewed and systems for collection of information and selection of information to be disclosed were clearly defined. In addition, a flow chart of disclosure processes was developed. These reforms were thoroughly informed to the related departments within the Company and were also reported to the Tokyo Stock Exchange.</p>

IV. Matters Related to the Internal Control System

Basic Concept of the Internal Control System and Status of Development

The basic concept of the internal control system of the Company is determined as follows at the Board of Directors meeting held on February 7, 2024.

(i) System to ensure that executive officers, and, directors and employees of the Group comply with the applicable laws, regulations and the Articles of Incorporation with regard to their duties

The Group has established “Sumida Business Principles (hereinafter, the ‘Principles’)” which embodies the Group’s vision, management principles, commitment, code of conduct, corporate governance principles, and environment policy. Representative executive officers shall build up a system to monitor for compliance which enables to ensure that the executive officers, and, directors and employees of the Group perform their duties in accordance with the Principles. Details are as follows:

- (a) All directors, officers and employees shall always be reminded to understand and embody the Principles. The Principles, which are written in three languages, Japanese, English, and Chinese, is permanently posted on the Group’s intranet, so that all members of the Group can check and confirm the Principles. The Corporate Office* and Internal Audit Office shall be responsible for monitoring and verifying how the Principles have been observed.
 - (b) While compliance is recognized as the base of corporate governance, the Company regards it in a more proactive manner rather than simply limiting the issue to the observance of laws and regulations, by defining it as activities to positively fulfill our Corporate Social Responsibility (CSR) based on integrity, discipline and common sense. The Corporate Office and Internal Audit Office shall be primarily responsible for the enhancement of the Group’s overall system and monitoring its activities.
 - (c) The Corporate Office and Internal Audit Office shall report the situation of the aforementioned activities to the representative executive officers and the Audit Committee, and a summary of which shall be reported to the Board of Directors.
 - (d) Representative executive officers shall verify the effectiveness of internal control, including compliance, and shall send reports to the Board of Directors.
- * The Corporate Office is under direct control of representative executive officers and oversees risk management and compliance operations.

(ii) System regarding the preservation and management of information pertaining to the performance of duties by executive officers

Representative executive officers shall centrally manage important information related to execution of duties with clarifying the level of importance of information as well as the period and place of safekeeping, in accordance with the rules and regulations regarding information and document management. Documents are available to the directors at all times.

(iii) System regarding the reporting of matters concerning the performance of duties by directors of subsidiaries

Directors of subsidiaries shall report regularly the financial information, matters concerning risk and compliance and other material matters of subsidiaries to the Company in accordance with group company management rules.

(iv) System and regulations with regard to risk management of the Group

Representative Executive Officer and CEO as the Chief Risk Management Officer who takes the highest responsibility for risk management, has established the Risk Management Committee, which is responsible for overseeing risk management. The Corporate Office, which is responsible for executing the duties of said Committee, has set out the internal risk management rules and thereby identifies and analyzes potential risks and formulates and manages preventive measures from a global business perspective through placement of staff in charge of risk management monitoring in major business bases of the Group including overseas sites. In the event that a risk materializes, the Risk Management Office shall discuss countermeasures to minimize losses. Executive officers, and, directors and employees of the Group shall

perform their duties in compliance with the rules. The Corporate Office and Internal Audit Office shall monitor and evaluate the implementation of the above, and shall report the situation to the representative executive officers and the Audit Committee, and deliver a summary to the Board of Directors.

(v) System to ensure the effectiveness and efficiency of the performance of duties by the executive officers, and, directors and employees of the Group

Representative executive officers shall set up a system based on the Principles to ensure a proper decision-making process of the Group and surveillance of individual activities and thereby enhance the operating efficiency. Details are as follows:

- (a) Representative executive officers shall set up an Advisory Board as the need arises, with whom they shall consult and engage in sufficient discussion when making important decisions.
- (b) Representative executive officers shall set out the authority and regulations for decision-making process of the Group and conduct regular reviews of the situation.
- (c) Representative executive officers shall make regular reviews of the achievement and progress of businesses they are responsible for decision-making of the Group thereof and ensure further propriety and efficiency of management and execution of operation by giving feedback of the results of the review.
- (d) Representative executive officers shall ensure a proper and quick decision-making process by smoothly collecting, analyzing, communicating, sharing and archiving the necessary information on the Company's business activities.

(vi) System to ensure the propriety of business of the Group

The Company is a pure holding company with business activities conducted by its group companies. In light of this, representative executive officers and directors of the Group shall always perform their duties with the view of group governance. The Corporate Office oversees compliance and risk management operations. The Internal Audit Office performs internal audits and then submits the results to the representative executive officers and the Audit Committee as internal audit reports. The Audit Committee shall carry out its audit in cooperation with the Internal Audit Office. The Corporate Office shall take charge of internal control of the entire Group.

(vii) Matters concerning employees who assist the Audit Committee, matters concerning the independence of those employees from executive officers and to ensure effectiveness of instruction of the Audit Committee to those employees

Assistants to the Audit Committee shall be responsible for the secretariat of the Audit Committee. However, any decisions with regard to changes or transfers of personnel, reorganization or any other considerations shall require the prior approval of the Audit Committee. Furthermore, when assistants to the Audit Committee receive the instruction of the Audit Committee, they exclusively follow its directions and instructions.

(viii) System whereby executive officers, and, directors and employees of the Group report to the Audit Committee, and to ensure individuals who make the reports are not treated unfavorably

The rules that Representative executive officers, executive officers, and directors and employees of the Group are to report the following matters to the Audit Committee shall be set out and thereby the matters shall be reported to the Audit Committee. Furthermore, the prohibition of disadvantageous treatment of the individuals who make the reports for making those reports shall be stipulated in the rules and disseminated to all parties involved. A summary of the report shall be reported to the Board of Directors.

- (a) Incidents, which may cause material losses and/or gains to, or material damage and/or benefit to, the Company
- (b) When there arises any material fact or possibility thereof involving misconduct or malpractice, breach of laws and regulations or Articles of Incorporation in relation to the execution of duties of the directors or executive officers, such fact
- (c) Monthly accounting statements on a consolidated basis
- (d) Internal audit report
- (e) Monthly reports from the main operating divisions
- (f) Other important matters

(ix) Procedures for prepayment or reimbursement of costs arising from the execution of duties of the Audit Committee members and other matters concerning policy related to the handling of costs or liabilities arising from the execution of such duties

When the Company is asked by the Audit Committee members to prepay expenses for the execution of their duties as provided for in Article 404, paragraph (4) of the Companies Act, the Company shall promptly handle the costs or liabilities, except in cases where it can prove the costs or liabilities were unnecessary for the execution of duties by the claiming Audit Committee members.

(x) System to ensure the effectiveness of audits executed by the Audit Committee members

- (a) The Internal Audit Office shall have prior consultations with the Audit Committee when setting out the annual audit policies and plans. The Internal Audit Office shall also report the progress and results of internal audit to the Audit Committee. The Audit Committee may request the Internal Audit Office for an additional audit if necessary.
- (b) Independent auditors shall explain to the Audit Committee their auditing plan at the outset of the fiscal year and report to the Audit Committee the progress of its interim audit and the end-term audit results, etc. Furthermore, the independent auditors may have consultations and discussions with the Audit Committee if needed.
- (c) In order to ensure the independence of independent auditors from the executive officers, as well as to guarantee the implementation of the audit activities, decisions on the independent auditors' compensation shall require the Audit Committee's prior consent.

(xi) Evaluation of the implementation of system to ensure the propriety of business of the Group

The Board of Directors shall make regular reviews of the implementation of system to ensure the propriety of business of the Group.

(xii) Basic policy toward exclusion of antisocial forces

The Group shall take a firm stance against antisocial forces that threaten the social order or safety of civil society.

V. Others

1. Adoption of Anti-Takeover Measures

Adoption of Anti-Takeover Measures	Not adopted
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We think the best possible anti-takeover measures are to increase shareholders' value and market capitalization.

Therefore, we have not adopted any anti-takeover measures such as the Rights Plan.

2. Other Matters Concerning Corporate Governance System

The Company's internal systems concerning timely disclosure of the Company information are as follows.

[Our basic stance regarding timely disclosure]

- Our basic stance is to disclose company information in a timely and appropriate manner, which has an important influence on investors' investment decisions.
- Internal rules aimed at preventing insider trading by the Directors, Officers and Employees of Sumida Group, as well as thorough information management and timely and appropriate disclosure.
- We have established "Rules for Regulation of Insider Trading and Control of Inside Information" and we make continuous efforts to comply with the Financial Instruments and Exchange Act and other related laws and regulations.

[Status of internal system related to timely disclosure of our company information]

The Company has public relations and the IR team as the information handling department. Based on the above "Rules for Regulation of Insider Trading and Control of Inside Information ", we disclose

company information in a timely and appropriate manner as follows:

(1) Aggregation of company information and judgment of timely disclosure

- Important company information in each business unit of Sumida Group will be immediately reported to the public relations and the IR team. The public relations and the IR team will determine whether the information falls under the matters stipulated in the Timely Disclosure Regulations, based on the above "Rules for Regulation of Insider Trading and Control of Inside Information " as well as the timely disclosure rules of the Tokyo Stock Exchange.

(2) Timely disclosure of company information

- The content of the disclosure will be reported to the Board of Directors before disclosure, after being deliberated and approved by all Executive Officers. After that, it will be promptly disclosed in a timely manner.

Experience/Expertise of Directors

		Corporate Management	Relevant Industry/ Operations	Global Business	Finance/ Accounting	Legal affairs/ Compliance	Governance/ Risk Management	Business Development/ M&A
Mr. Shigeyuki Yawata	Director	●	●	●			●	●
Mr. Tatsuo Umemoto	Outside Director	●		●			●	●
Mr. Yan Hok Fan	Outside Director	●	●	●			●	●
Mr. Ryo Hayakawa	Outside Director	●	●	●	●		●	●
Dr. Albert Kirchmann	Outside Director	●	●	●	●		●	●
Ms. Sawako Ueno	Outside Director			●	●	●	●	
Mr. Yoshiyuki Honda	Director	●	●	●	●		●	●
Ms. Junko Dochi	Lawyer			●		●	●	

Status of implementation of the Corporate Governance Code

The Company has implemented all principles enacted in the Corporate Governance Code. As shown in the following table the implementation status has been disclosed in the Corporate Governance Policy of the Company (hereinafter “the Policy”).

Corporate Governance Code					Disclosure of the Implementation Status in the Corporate Governance Policy of Sumida Corporation (No. of principle)	Implementation Status	
General Principles		Principles		Supplementary Principles		Comply	Explain
Section 1	Securing the Rights and Equal Treatment of Shareholders	—	—	—	Section 1 General Principle	●	
		1.1	Securing the Rights of Shareholders	—	Section 1 Principle 1.1	●	
				1.1.1	Section 1 Supplementary Principles 1.1.1	●	
				1.1.2	Section 1 Supplementary Principles 1.1.2	●	
				1.1.3	Section 1 Supplementary Principles 1.1.3	●	
		1.2	Exercise of Shareholder Rights at General Shareholder Meetings	—	Section 1 Principle 1.2	●	
				1.2.1	Section 1 Supplementary Principles 1.2.1	●	
				1.2.2	Section 1 Supplementary Principles 1.2.2	●	
				1.2.3	Section 1 Supplementary Principles 1.2.3	●	
				1.2.4	Section 1 Supplementary Principles 1.2.4: p.5	●	
				1.2.5	Section 1 Supplementary Principles 1.2.5	●	
		1.3	Basic Strategy for Capital Policy	—	Section 1 Principle 1.3	●	
		1.4	Cross-Shareholdings	—	Section 1 Principle 1.4	●	
				1.4.1	Section 1 Supplementary Principles 1.4.1	●	
				1.4.2	Section 1 Supplementary Principles 1.4.2	●	
		1.5	Anti-Takeover Measures	—	Section 1 Principle 1.5	●	
				1.5.1	Section 1 Supplementary Principles 1.5.1	●	
		1.6	Capital Policy that May Harm Shareholder Interests	—	Section 1 Principle 1.6	●	
		1.7	Related Party Transactions	—	Section 1 Principle 1.7	●	
Section 2	Appropriate Cooperation with Stakeholders Other Than Shareholders	—	—	—	Section 2 General Principle 2	●	
		2.1	Business Principles as the Foundation of Corporate Value Creation Over the Mid- to Long-Term		Section 2 Principle 2.1	●	
		2.2	Code of Conduct	—	Section 2 Principle 2.2	●	
				2.2.1	Section 2 Supplementary Principles 2.2.1	●	
		2.3	Sustainability Issues, Including Social and Environmental Matters	—	Section 2 Principle 2.3	●	
				2.3.1	Section 2 Supplementary Principles 2.3.1	●	
		2.4	Ensuring Diversity, Including Active Participation of Women	—	Section 2 Principle 2.3	●	
				2.4.1	Section 2 Supplementary Principles 2.4.1	●	
		2.5	Whistleblowing	—	Section 2 Principle 2.5	●	
				2.5.1	Section 2 Supplementary Principles 2.5.1	●	
		2.6	Roles of Corporate Pension Funds as Asset Owners	—	Section 2 Principle 2.6	●	
Section 3	Ensuring Appropriate Information Disclosure and Transparency	—	—	—	Section 3 General Principle 3	●	
		3.1	Full Disclosure	—	Section 3 Principle 3.1	●	
				3.1.1	Section 3 Supplementary Principles 3.1.1	●	

Corporate Governance Code					Disclosure of the Implementation Status in the Corporate Governance Policy of Sumida Corporation (No. of principle)	Implementation Status	
General Principles		Principles		Supplementary Principles		Comply	Explain
				3.1.2	Section 3 Supplementary Principles 3.1.2	●	
				3.1.3	Section 3 Supplementary Principles 3.1.3	●	
		3.2	External Auditors	—	Section 3 Principle 3.2	●	
				3.2.1	Section 3 Supplementary Principles 3.2.1	●	
				3.2.2	Section 3 Supplementary Principles 3.2.2	●	
Section 4	Responsibilities of the Board	—	—	—	Section 4 General Principle 4	●	
		4.1	Roles and Responsibilities of the Board (1)	—	Section 4 Principle 4.1	●	
				4.1.1	Section 4 Supplementary Principles 4.1.1	●	
				4.1.2	Section 4 Supplementary Principles 4.1.2	●	
				4.1.3	Section 4 Supplementary Principles 4.1.3	●	
		4.2	Roles and Responsibilities of the Board (2)	—	Section 4 Principle 4.2	●	
				4.2.1	Section 4 Supplementary Principles 4.2.1	●	
				4.2.2	Section 4 Supplementary Principles 4.2.2	●	
		4.3	Roles and Responsibilities of the Board (3)	—	Section 4 Principle 4.3	●	
				4.3.1	Section 4 Supplementary Principles 4.3.1	●	
				4.3.2	Section 4 Supplementary Principles 4.3.2	●	
				4.3.3	Section 4 Supplementary Principles 4.3.3	●	
				4.3.4	Section 4 Supplementary Principles 4.3.4	●	
		4.4	Roles and Responsibilities of <i>Kansayaku</i> and the <i>Kansayaku</i> Board	—	Section 4 Principle 4.4	●	
				4.4.1	Section 4 Section 4 Supplementary Principles 4.4.1	●	
		4.5	Fiduciary Responsibilities of Directors and <i>Kansayaku</i>	—	Section 4 Principle 4.5	●	
		4.6	Business Execution and Oversight of the Management	—	Section 4 Principle 4.6	●	
		4.7	Roles and Responsibilities of Independent Directors	—	Section 4 Principle 4.7	●	
		4.8	Effective Use of Independent Directors	—	Section 4 Principle 4.8	●	
				4.8.1	Section 4 Supplementary Principles 4.8.1	●	
				4.8.2	Section 4 Supplementary Principles 4.8.2	●	
				4.8.3	Section 4 Supplementary Principles 4.8.3	Not applicable	
		4.9	Independence Standards and Qualification for Independent Directors	—	Section 4 Principle 4.9	●	
		4.10	Use of Optional Approach	—	Section 4 Principle 4.10	●	
				4.10.1	Section 4 Supplementary Principles 4.10.1	●	
		4.11	Preconditions for Board and <i>Kansayaku</i> Board Effectiveness	—	Section 4 Principle 4.11	●	
				4.11.1	Section 4 Supplementary Principles 4.11.1	●	
				4.11.2	Section 4 Supplementary Principles 4.11.2	●	
				4.11.3	Section 4 Supplementary Principles 4.11.3	●	
		4.12	Active Board Deliberations	—	Section 4 Principle 4.12	●	
				4.12.1	Section 4 Supplementary Principles 4.12.1	●	
		4.13	Information Gathering and Support Structure	—	Section 4 Principle 4.13	●	
				4.13.1	Section 4 Supplementary Principles 4.13.1	●	
				4.13.2	Section 4 Supplementary Principles 4.13.2	●	

Corporate Governance Code					Disclosure of the Implementation Status in the Corporate Governance Policy of Sumida Corporation (No. of principle)	Implementation Status	
General Principles		Principles		Supplementary Principles		Comply	Explain
				4.13.3	Section 4 Supplementary Principles 4.13.3	●	
		4.14	Director and <i>Kansayaku</i> Training	—	Section 4 Principle 4.14	●	
				4.14.1	Section 4 Supplementary Principles 4.14.1	●	
				4.14.2	Section 4 Supplementary Principles 4.14.2	●	
Section 5	Dialogue with Shareholders	—	—	—	Section 5 General Principle 5	●	
		5.1	Policy for Constructive Dialogue with Shareholders	—	Section 5 Principle 5.1	●	
				5.1.1	Section 5 Supplementary Principles 5.1.1	●	
				5.1.2	Section 5 Supplementary Principles 5.1.2	●	
				5.1.3	Section 5 Supplementary Principles 5.1.3	●	
		5.2	Establishing and Disclosing Business Strategies and Business Plans		Section 5 Principle 5.2	●	
				5.2.1	Section 5 Supplementary Principles 5.2.1	●	

URL to the Corporate Governance Policy of the Company:

https://www.sumida.com/userfiles/ABOUT/CORPORATE_GOVERNANCE/DOC/250731_Sumida_Corporate_Governance_Policy_E.pdf

Corporate Governance Structure

SUMIDA CORPORATION
March 27th, 2025

