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(Stock Exchange Code 6908)

June 9, 2025

(Date of commencement of electronic provision measures: June 1, 2025)

**To Shareholders with Voting Rights:**

Hitoshi Suzuki  
President & Representative Director  
IRISO ELECTRONICS CO., LTD.  
2-13-8, Shinyokohama, Kohoku-ku,  
Yokohama, Kanagawa, Japan

**NOTICE OF  
THE 59th ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We are pleased to inform you that the 59th Ordinary General Meeting of Shareholders of IRISO ELECTRONICS CO., LTD. (the “Company”) will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision and matters subject to measures for electronic provision are posted on the following website on the internet.

[The Company’s website] <https://www.irisoele.com/jp/ir/documents/meeting/>

In addition to the above website, this information is also posted on the following website on the internet.

[Tokyo Stock Exchange website (Listed Company Search)]

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

\*Please search by entering the Company’s name in the “Issue name (company name)” field or the Company’s stock exchange code in the “Code” field, and select “Basic information” and “Documents for public inspection/PR information.”

If you do not attend the meeting in person, you can exercise your voting rights in writing or via the internet. Please review the Reference Documents for the General Meeting of Shareholders included in the matters subject to measures for electronic provision and follow the “Guidance on Exercising Your Voting Rights” to exercise your voting rights by no later than 5:30 p.m. JST on Monday, June 23, 2025.

- 1. Date and Time:** Tuesday, June 24, 2025 at 10:00 a.m. Japan time  
(Reception starts at 9:00 a.m.)
- 2. Venue:** Banquet Hall Sakuragawa, 4F, Shin Yokohama Prince Hotel  
3-4, Shinyokohama, Kohoku-ku, Yokohama, Kanagawa, Japan
- 3. Meeting Agenda:**
  - Matters to be reported:**
    1. The Business Report, Consolidated Financial Statements for the Company’s 59th Fiscal Year (April 1, 2024 - March 31, 2025) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
    2. Non-consolidated Financial Statements for the Company’s 59th Fiscal Year (April 1, 2024 - March 31, 2025)
  - Proposals to be resolved:**
    - Proposal 1:** Distribution of Surplus
    - Proposal 2:** Election of Five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members)

- If you attend the meeting in person, please submit the enclosed voting rights exercise form at the reception.
- Any revisions to the matters subject to measures for electronic provision will be posted on our website on which the matters are posted in Japanese.
- If neither approval nor disapproval of a proposal is indicated on the voting rights exercise form, it will be treated as an indication of approval.
- Due to the revision of the Companies Act, shareholders in principle review the matters subject to measures for electronic provision by accessing the above websites, and the Company sends the paper-based documents only to shareholders who have requested them by the record date for voting rights. For this General Meeting of Shareholders, however, the Company is sending the paper-based documents describing the matters subject to measures for electronic provision to all shareholders regardless of whether they have made a request for their delivery. Among the matters subject to measures for electronic provision, the following matters are not stated in this notice pursuant to laws and regulations as well as Article 14 of the Company's Articles of Incorporation.
  - A part of the Business Report
  - "Consolidated Statement of Changes in Net Assets" and "Notes to the Consolidated Financial Statements" in the Consolidated Financial Statements
  - "Non-consolidated Statement of Changes in Net Assets" and the "Notes to the Non-consolidated Financial Statements" in the Non-consolidated Financial StatementsAccordingly, the notice constitutes a part of the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Audit and Supervisory Committee for preparing the Audit Report as well as a part of the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Accounting Auditor for preparing the Accounting Auditor's Report.
- Please be aware in advance that the Company will inform you of resolutions at this General Meeting of Shareholders by posting them on its website (in Japanese) in lieu of sending the paper-based document of a notice of the resolution to shareholders.

# Reference Documents for the General Meeting of Shareholders

## Proposal 1: Distribution of Surplus

The Company proposes to distribute the surplus as follows:

Year-end dividends

The Company recognizes that returning profits to shareholders in a stable manner is an important management issue, and the Company's basic policy is to pay dividends in consideration of its business results, the business environments, and the strengthening of the financial standing over the medium to long term.

In comprehensive consideration of future business environments, business results and shareholders' expectations, the Company proposes to pay year-end dividends for the 59th fiscal year as described below.

(1) Type of dividend property

Cash

(2) Allocation of dividend property and its total amount

Dividend per share of the Company's common stock: ¥100

Total amount: ¥2,145,460,500

(3) Effective date of distribution of surplus

June 25, 2025

**Proposal 2: Election of Five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members)**

The terms of all four (4) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this General Meeting of Shareholders.

The Company therefore proposes the election of five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members).

This proposal was deliberated by the Audit and Supervisory Committee, and there were no opinions that should be stated at the General Meeting of Shareholders pursuant to the provisions of the Companies Act.


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


No.	Name	Current positions and responsibilities at the Company	Attendance at the Board of Directors meetings
1	[Reappointment] Hitoshi Suzuki (Male)	President & Representative Director	100% (13/13)
2	[Reappointment] Keiji Takeda (Male)	Director, Senior Managing Executive Officer, Assistant to President, responsible for Production Management Division, Engineering Division, and Quality Assurance Division	100% (13/13)
3	[Reappointment] Akihiko Ohira (Male)	Director, Executive Officer, General Manager of Sales Headquarters	100% (10/10)
4	[Reappointment] Masahisa Shibata (Male)	Outside Director Who is Audit and Supervisory Committee Member	100% (10/10)
5	[New appointment] Shinichiro Oura (Male)	Executive Officer, General Manager of Administration Division, and Department Manager of CSR Promotion Department	-

(Note) Mr. Masahisa Shibata, who is presently an Outside Director, is scheduled to assume office as Inside Director after appointed.


No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
1	 Hitoshi Suzuki (September 28, 1966)  [Reappointment]  [Years served as Director] 11 years  [Attendance at the Board of Directors meetings] 100% (13/13)	April 1989      Joined the Company April 2003      Department Manager of Engineering Department II June 2006      Executive Officer / Department Manager of Engineering Department April 2009      Executive Officer / Department Manager of GAB Department November 2010   Executive Officer / Deputy General Manager of Sales Headquarters July 2012      Executive Officer / Department Manager of Automotive Sales Department July 2013      Executive Officer / General Manager of Engineering Division June 2014      Director & Executive Officer / General Manager of Engineering Division July 2017      Director & Managing Executive Officer / General Manager of Engineering Division June 2019      Director & Senior Managing Executive Officer / General Manager of Engineering Division April 2020      Director & Senior Managing Executive Officer / Global Project Leader April 2021      President & Representative Director (to present)	24,300
[Reason for nomination as candidate for Director] Having performed duties as General Manager of Engineering Division and Global Project Leader, Mr. Hitoshi Suzuki has a wealth of experience and track record. As he has demonstrated leadership as President & Representative Director and led the overall management of the Company since 2021, the Company deemed him to be suitable for Director and renominated him as a candidate for Director.			

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
2	 <p>Keiji Takeda (November 3, 1964)</p> <p>[Reappointment]</p> <p>[Years served as Director] 13 years</p> <p>[Attendance at the Board of Directors meetings] 100% (13/13)</p>	<p>April 1987      Joined the Company</p> <p>June 2006      Executive Officer / Department Manager of Business Strategy Department</p> <p>April 2008      Executive Officer / General Manager of Ibaraki Plant</p> <p>April 2009      General Director, IRISO ELECTRONICS VIETNAM CO., LTD.</p> <p>June 2012      Director &amp; Executive Officer / General Manager of Administration Division, the Company</p> <p>June 2015      Director &amp; Executive Officer / General Manager of Production Management Division</p> <p>July 2017      Director &amp; Managing Executive Officer / General Manager of Production Management Division</p> <p>June 2019      Director &amp; Senior Managing Executive Officer / General Manager of Production Management Division</p> <p>April 2021      Executive Vice President &amp; Director</p> <p>April 2023      Executive Vice President &amp; Director / General Manager of Production Management Division</p> <p>April 2024      Director, Senior Managing Executive Officer, and responsible for Production Management Division</p> <p>March 2025      Director &amp; Senior Managing Executive Officer / Assistant to President, and responsible for Production Management Division, Engineering Division, and Quality Assurance Division (to present)</p>	29,600
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Keiji Takeda has extensive experience and achievements through serving as Department Manager of Engineering Department, General Manager of Engineering Division, General Manager of Production Management Division and General Manager of Administration Division. Additionally, he has been leading general corporate management of the Company Group based on his global insight cultivated through management experience at the Company's overseas plants, etc. Accordingly, expecting him to take advantages of these extensive and diverse experiences, achievements and insight, the Company deemed him to be suitable for Director and renominated him as a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
3	 <p>Akihiko Ohira (August 10, 1971)</p> <p>[Reappointment]</p> <p>[Years served as Director] 1 year</p> <p>[Attendance at the Board of Directors meetings] 100% (10/10)</p>	<p>April 2006      Joined the Company</p> <p>April 2009      Manager, IRISO U.S.A., INC.</p> <p>May 2013       Managing Director, IRISO U.S.A., INC.</p> <p>October 2016   M Project, Production Management Division, the Company</p> <p>April 2019      Manager of Global Business Planning Department</p> <p>January 2020   Executive Officer / General Manager of Sales Headquarters, Overseas Sales Headquarters</p> <p>April 2024      Managing Executive Officer / General Manager of Sales Headquarters</p> <p>June 2024      Director &amp; Managing Executive Officer / General Manager of Sales Headquarters</p> <p>April 2025      Director &amp; Executive Officer / General Manager of Sales Headquarters (to present)</p>	11,100
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Akihiko Ohira has extensive experience and achievements as General Manager of Sales Headquarters and General Manager of Overseas Sales Headquarters, as well as global insight gained through management experiences at an overseas sales subsidiary of the Company. Expecting him to make best use of these extensive experiences, achievements and insight, the Company deemed him to be suitable for Director and renominated him as a candidate for Director.</p>			

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
4	 <p>Masahisa Shibata (October 3, 1957)</p> <p>[Reappointment]</p> <p>[Years served as Director] 1 year</p> <p>[Attendance at the Board of Directors meetings] 100% (10/10)</p>	<p>April 1980      Joined Matsushita Electric Trading Co.</p> <p>April 2011      Officer, Panasonic Corporation</p> <p>April 2019      Senior Managing Executive Officer in charge of Automotive Sales</p> <p>April 2022      Fellow, TOYOTA MOTOR CORPORATION</p> <p>April 2022      Executive Director, Japan Automobile Manufacturers Association, Inc</p> <p>June 2023      Chairman, FUNAI ELECTRIC CO., LTD.</p> <p>June 2024      Outside Director who is Audit and Supervisory Committee Member, the Company (to present)</p>	1,500
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Masahisa Shibata has extensive experience gained as a corporate manager and deep insight on the automotive business that is the Company's main market. As Outside Director who is Audit and Supervisory Committee Member of the Company since 2024, he has supervised appropriate decision-making and execution of operations at the Board of Directors of the Company. Therefore, the Company deemed him to be suitable for Director and nominated him as a candidate for Director.</p>			



No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
5	 <p>Shinichiro Oura (July 28, 1965)</p> <p>[New appointment]</p> <p>[Years served as Director]</p> <p>-</p> <p>[Attendance at the Board of Directors meetings]</p> <p>-</p>	<p>May 2018      Seconded to the Company</p> <p>August 2018    Department Manager of Management Planning Department and Department Manager of Group Companies Administration Department, Administration Division</p> <p>April 2020      Joined the Company</p> <p>May 2022      Department Manager of Management Planning Department and Department Manager of CSR Promotion Department, Administration Division</p> <p>May 2024      Executive Officer, responsible for Management Planning Department and Accounting Department / Department Manager of CSR Promotion Department</p> <p>March 2025    Executive Officer / General Manager of Administration Division, and Department Manager of CSR Promotion Department (to present)</p>	-
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Shinichiro Oura has extensive experience and achievements as Department Manager of Management Planning Department and Department Manager of CSR Promotion Department of the Company. Since 2024, he has assumed office as Executive Officer responsible for Management Planning Department and Accounting Department. Expecting him to leverage the abundant experience, achievements, and insights, the Company deemed him to be suitable for Director and nominated him as a candidate for Director.</p>			

- (Notes) 1. There are no special interests between each of the candidates for Director and the Company.
2. The number of shares of the Company held by each candidate represents the status as of March 31, 2025.
3. The Company has concluded a directors and officers liability insurance contract with an insurance company. The insurance contract covers damages that may be incurred as a result of the liability assumed by Directors, the insured persons, in the execution of their duties, or any claims made against them in connection with the pursuit of such liability. Provided, however, that there are certain exemptions; for example, in case of conducts committed while knowing that the conduct is in violation of laws and regulations. The target ratio of payment of the insurance premiums is 90% by the Company and 10% by the insured. Each candidate will be included in the insured persons under this insurance contract.

The Company's Board of Directors has the structure that takes into account the overall balance between knowledge, experience and skills, diversity and size.

We believe it is, as of now, comprised of Directors whose specialized knowledge and experience differ in areas of management, technology, manufacturing, sales, financial affairs, etc. and has an appropriate number of members for it to make decisions in a to-the-point and swift manner and carry out supervision on execution of duties.

In addition, we appoint Independent Outside Directors to reinforce transparency of decision making and supervisory functions.

Below is a skills matrix of the Directors.

[Skills Matrix]

	Name	Outside Independent	Gender	Key experience/knowledge/skills							Audit and Supervisory Committee
				Management in general	Industry experience	International experience	Sales/marketing	Manufacturing in general	Legal affairs / risk management	Financial accounting	
1	Hitoshi Suzuki	-	M	●	●	●	●	●			
2	Keiji Takeda	-	M	●	●	●		●			
3	Akihiko Ohira	-	M	●	●	●	●				
4	Masahisa Shibata	-	M	●	●	●	●	●			
5	Shinichiro Oura	-	M	●	●	●			●	●	
6	Toshihiko Miyauchi	-	M	●	●	●				●	Chair
7	Koji Fujita	○	M						●		Member
8	Noboru Sato	○	M	●	●	●		●			Member
9	Akemi Uchida	○	F	●						●	Member