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Securities code: 6941

Date of sending by postal mail: June 11, 2024

Start date of measures for electronic provision: June 5, 2024

To our shareholders:

Junichi Kameya

President

YAMAICHI ELECTRONICS CO., LTD.

2-16-2, Minamikamata, Ota-ku, Tokyo, JAPAN

NOTICE OF THE 69TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

We are pleased to inform you of the 69th Ordinary General Meeting of Shareholders (the “Meeting”) of YAMAICHI ELECTRONICS CO., LTD. (the “Company”), which will be held as described below.

When convening the Meeting, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on each of the following websites. Please access either of the websites by using the Internet address shown below to review the information.

The Company’s website:

<https://www.yamaichi.co.jp/ir/meeting/> (in Japanese)

(Please visit the website above and select “2024 Ordinary General Meeting of Shareholders” to review the information.)

Tokyo Stock Exchange website (Listed Company Search):

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

(Access the TSE website by using the Internet address shown above, enter “YAMAICHI ELECTRONICS” in “Issue name (company name)” or the Company’s securities code “6941” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you are unable to attend the Meeting, you can exercise your voting rights by mail or via the Internet. We request that you follow the instructions laid out below and exercise your voting rights on or before 5:15 p.m. on Tuesday, June 25, 2024 (JST) after considering the following Reference Documents for the General Meeting of Shareholders.

- 1. Date and Time:** Wednesday, June 26, 2024 at 10:00 a.m. (JST)
- 2. Venue:** Fourth floor, Convention Hall, Ota City Industrial Plaza (PiO)
1-20-20, Minamikamata, Ota-ku, Tokyo, JAPAN
(Please refer to the venue map attached to this document.)

3. Purposes:

Items to be reported:

1. Business Report and Consolidated Financial Statements for the 69th Term (from April 1, 2023 to March 31, 2024), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Non-Consolidated Financial Statements for the 69th Term (from April 1, 2023 to March 31, 2024)

Items to be resolved:

- Proposal 1:** Appropriation of surplus
- Proposal 2:** Election of eight (8) Directors (excluding Directors who are Audit and Supervisory Committee Members)
- Proposal 3:** Election of three (3) Directors who are Audit and Supervisory Committee Members
- Proposal 4:** Election of one (1) substitute Director who is an Audit and Supervisory Committee Member

4. Instructions on Exercising Voting Rights

Please refer to “Information on Exercise the Voting Rights” on page 3 (in Japanese only).

5. Matters decided upon convocation

- (1) If no indication of approval or disapproval is made for each proposal on the returned voting form, it will be treated as an indication of approval.
- (2) If you exercise your voting rights both in writing (by mail) and via the Internet, etc., the exercise of voting rights via the Internet, etc. will be treated as a valid exercise of voting rights.
- (3) If you exercise your voting rights more than once via the Internet, etc., the last vote will be treated as a valid exercise of voting rights.

- If attending the Meeting in person, please present the voting form at the reception desk.
- If revisions to the items subject to measures for electronic provision arise, a notice of the revisions and the details of the items before and after the revisions will be posted on each of the aforementioned websites.
- For the Meeting, we have delivered paper-based documents stating the items subject to measures for electronic provision to all shareholders, regardless of whether or not they have requested them.

We also ask that you please bring this notice with you as reference material for the Meeting.

- Among the items subject to measures for electronic provision, in accordance with the provisions of laws and regulations and Article 15 of the Articles of Incorporation of the Company, the following items are not provided in the paper-based documents delivered to shareholders.

1. Notes to Consolidated Financial Statements
2. Notes to Non-Consolidated Financial Statements

Therefore, Consolidated Financial Statements and Non-Consolidated Financial Statements are only some of the documents that have been audited by the Accounting Auditor when papering the accounting audit report and by the Audit and Supervisory Committee when papering the audit report.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of surplus

The Company's basic policy for profit distribution is to raise corporate value in the medium to long term and to maintain stable dividends and return profits appropriately to shareholders while also strengthening our financial structure and business foundation.

In light of a comprehensive assessment of earnings in this fiscal year, future business trends and the financial foundation, we propose to pay a year-end dividend for this year of 13 yen per share as follows.

Including the interim dividend of 18 yen per share, the annual dividend per share will be 31 yen per share.

Type of dividend property

Cash

Allocation of dividend property and total amount thereof

13 yen per common share of the Company

Total amount of dividends: 265,763,901 yen

Effective date of distribution of dividends of surplus

June 27, 2024

Proposal 2: Election of eight (8) Directors (excluding Directors who are Audit and Supervisory Committee Members)

Since the terms of office of all eight Directors (excluding Directors who are Audit and Supervisory Committee Members; applicable to the rest of this proposal) expire at the conclusion of the Meeting, we propose the election of eight Directors including three Outside Directors.

Regarding this proposal, the Audit and Supervisory Committee did not find any matters requiring special mention.

The candidates for Directors are as follows.

No.	Name	Position in the Company	
1	Yoshitaka Ota	Chairman	Reelection
2	Junichi Kameya	President	Reelection
3	Takeshi Tsuchiya	Director	Reelection
4	Kazuhiro Matsuda	Director	Reelection
5	Nobuhiro Kishimura	Director	Reelection
6	Tomohiro Murata	Director	Reelection Outside Independent
7	Yoichiro Sakuma	Director	Reelection Outside Independent
8	Toshihisa Yoda	Director	Reelection Outside Independent

Reelection: Candidate for Director to be reelected

Outside: Candidate for Outside Director

Independent: Independent officer as defined by the securities exchange

- Notes:
1. There is no special interest between each candidate and the Company.
 2. Tomohiro Murata, Yoichiro Sakuma and Toshihisa Yoda are candidates for Outside Directors.
 3. The Company has registered Tomohiro Murata, Yoichiro Sakuma and Toshihisa Yoda as independent officers as stipulated in Article 436-2 of the Securities Listing Regulations of the Tokyo Stock Exchange, Inc. If they are elected and appointed as Directors, the Company will continue to register them as independent officers.
 4. Based on the provisions in Article 427, Paragraph (1) of the Companies Act, the Company has concluded agreements with Tomohiro Murata, Yoichiro Sakuma and Toshihisa Yoda that limit the liability for damages specified in Article 423, Paragraph (1) of the Companies Act to the minimum amount stipulated in Article 425, Paragraph (1) of that Act. If they are elected and appointed as Directors, the Company plans to continue these agreements.
 5. The Company has entered into an officer liability insurance policy with an insurance company in accordance with the provisions of Article 430-3, Paragraph (1) of the Companies Act. This insurance policy covers legal damages and litigation costs in the event of claim for damages caused by acts (or omissions) performed by the insured, including Directors, based on their position in the Company (except where the insured has illegally obtained a benefit or advantage, or has committed a criminal act, fraudulent act, deceitful act, or has acted knowingly in violation of any laws or regulations, including laws and regulations specific to Directors). If a candidate is elected and assumes office as a Director, the candidate shall then become an insured person under this insurance policy. The insurance policy is scheduled to be renewed with the same contents at the next renewal period.

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
1	Yoshitaka Ota (October 10, 1948) Reelection Tenure as Director 11 years Attendance at Board of Directors meetings 12/12	<p>May 2002 Joined the Company</p> <p>Apr. 2004 Senior Executive Officer and Senior General Manager of Manufacturing Div.</p> <p>Oct. 2005 Manager of Sakura Factory</p> <p>Apr. 2007 General Manager of Corporate Planning Dept.</p> <p>June 2008 Director</p> <p>June 2009 Executive Vice-president, Pricon Microelectronics, Inc.</p> <p>June 2010 Audit & Supervisory Board Member of the Company (full-time)</p> <p>June 2013 President</p> <p>June 2021 Chairman (of the Board of Directors) and Representative Director</p> <p>June 2022 Chairman (present position) In charge of Optical-related Business (present position)</p>	137,400
<p>Reasons for nomination as candidate for Director</p> <p>Yoshitaka Ota possesses wide-ranging knowledge and experience in the Company's overall operations from his experience in each division, and given his achievements as Chairman and as President, we have nominated him again as a candidate for Director.</p>			
2	Junichi Kameya (June 29, 1964) Reelection Tenure as Director 11 years Attendance at Board of Directors meetings 12/12	<p>Apr. 1987 Joined the Company</p> <p>Oct. 2007 President, Yamaichi Electronics Shenzhen Co., Ltd.</p> <p>Apr. 2012 Executive Officer and Senior General Manager of Manufacturing Div., General Manager of Manufacturing Control Dept. of the Company</p> <p>Apr. 2013 Senior General Manager of CS Business Div.</p> <p>June 2013 Director and Senior Executive Officer</p> <p>June 2019 Managing Executive Officer</p> <p>June 2021 President (present position) In charge of CS Business Div. (present position), Business Audit Dept. (present position) and Quality Assurance Dept. (present position)</p>	67,300
<p>Reasons for nomination as candidate for Director</p> <p>Junichi Kameya possesses wide-ranging knowledge and experience in the Company's overall operations from his experience in each division, and given his achievements as President, we have nominated him again as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
3	<p>Takeshi Tsuchiya (June 1, 1961) Reelection</p> <p>Tenure as Director 11 years Attendance at Board of Directors meetings 12/12</p>	<p>Apr. 1984 Joined the Company</p> <p>Feb. 2004 Executive Officer</p> <p>Apr. 2006 President, Yamaichi Electronics Shenzhen Co., Ltd.</p> <p>Apr. 2008 Executive Officer and Senior General Manager of TS Business Div. of the Company</p> <p>June 2013 Director (present position) and Senior Executive Officer</p> <p>June 2016 In charge of Optical-related Business</p> <p>June 2018 Managing Executive Officer (present position) In charge of Engineering Administration Department</p> <p>June 2019 In charge of Manufacturing Division</p> <p>Apr. 2020 Senior General Manager of Manufacturing Div. (present position)</p>	52,000
<p>Reasons for nomination as candidate for Director</p> <p>Takeshi Tsuchiya possesses extensive knowledge and experience in the Company's operations, particularly in the sales division and the manufacturing division, and also has experience in corporate management at a subsidiary. Given his achievements as Director, we have nominated him again as a candidate for Director.</p>			
4	<p>Kazuhiro Matsuda (April 11, 1964) Reelection</p> <p>Tenure as Director 7 years Attendance at Board of Directors meetings 12/12</p>	<p>Dec. 1988 Joined the Company</p> <p>Apr. 2009 General Manager of Overseas Sales Dept., Sales Headquarters, Business Control Headquarters</p> <p>Apr. 2014 President, Yamaichi Electronics USA, Inc.</p> <p>Apr. 2015 Executive Officer of the Company</p> <p>June 2017 Director (present position) and Senior Executive Officer (present position) Senior General Manager of Administration Div. (present position)</p> <p>June 2021 General Manager of Corporate Administration Dept. (present position)</p> <p>Jan. 2022 General Manager of Information Systems Dept.</p>	29,800
<p>Reasons for nomination as candidate for Director</p> <p>Kazuhiro Matsuda possesses extensive knowledge and experience in the Company's operations, particularly in the administration division and the overseas sales division, and also has experience in corporate management at a subsidiary. Given his achievements as Director, we have nominated him again as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
5	<p>Nobuhiro Kishimura (September 24, 1964) Reelection</p> <p>Tenure as Director 6 years Attendance at Board of Directors meetings 12/12</p>	<p>Nov. 1988 Joined the Company</p> <p>Feb. 2004 General Manager of Sales Dept. II</p> <p>Apr. 2008 General Manager of West Japan Sales Dept., General Manager of TS Planning and Special Items Dept.</p> <p>Apr. 2011 General Manager of TS Business Promotion Dept.</p> <p>Apr. 2013 General Manager of TS Business Promotion Gr. General Manager of TS Sales Dept.</p> <p>June 2013 Acting Senior General Manager of TS Business Div.</p> <p>Apr. 2014 Executive Officer</p> <p>June 2018 Director (present position) and Senior Executive Officer (present position) In charge of Optical-related Business, Manufacturing Division</p> <p>June 2019 Senior General Manager of TS Business Div. (present position) In charge of Engineering Administration Department (present position)</p> <p>Apr. 2022 General Manager of TS Overseas Sales Dept.</p>	28,100
		<p>Reasons for nomination as candidate for Director</p> <p>Nobuhiro Kishimura possesses extensive knowledge and experience in the Company's operations, particularly in the sales division and manufacturing division, and also has experience in business operation as an Executive Officer. Given his achievements as Director, we have nominated him again as a candidate for Director.</p>	
6	<p>Tomohiro Murata (June 17, 1968) Reelection Outside Independent</p> <p>Tenure as Outside Director 9 years Attendance at Board of Directors meetings 12/12</p>	<p>Apr. 1991 Joined Daiwa Securities Co. Ltd.</p> <p>July 1994 Joined Daiwa Institute of Research Ltd.</p> <p>Sept. 1996 Joined Morgan Stanley Japan Limited</p> <p>Feb. 2009 Joined Frontier Management Inc. Managing Director</p> <p>June 2015 Outside Director of the Company (present position)</p> <p>June 2018 Managing Director, Frontier Management Inc. (present position)</p> <p>June 2021 External Director, Hakuto Co., Ltd. (present position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Managing Director, Frontier Management Inc. External Director, Hakuto Co., Ltd.</p>	-
		<p>Reasons for nomination as candidate for Outside Director and overview of expected role</p> <p>Tomohiro Murata has extensive experience as a management consultant and possesses wide-ranging knowledge. We expect him to provide objective and unbiased advice on management, and we have nominated him again as a candidate for Outside Director.</p>	

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
7	Yoichiro Sakuma (September 4, 1955) Reelection Outside Independent Tenure as Outside Director 6 years Attendance at Board of Directors meetings 12/12	Apr. 1980 Joined Nitto Electric Industrial Co., Ltd. (currently Nitto Denko Corporation) June 2006 Vice President, Nitto Denko Corporation June 2010 Director, Vice President June 2013 Director, Executive Vice President Jan. 2018 Advisor, Refine Holdings Co., Ltd. (present position) June 2018 Outside Director of the Company (present position) Outside Director, Nitta Gelatin Inc. Oct. 2018 Outside Director, Nitta Gelatin India Ltd. Feb. 2019 Director, Refine Americas Inc. (present position) (Significant concurrent positions outside the Company) Advisor, Refine Holdings Co., Ltd. Director, Refine Americas Inc.	1,300
		Reasons for nomination as candidate for Outside Director and overview of expected role Yoichiro Sakuma has extensive experience over many years as a corporate executive and possesses wide-ranging knowledge. We expect him to provide objective and unbiased advice on management, and we have nominated him again as a candidate for Outside Director.	
8	Toshihisa Yoda (January 3, 1958) Reelection Outside Independent Tenure as Outside Director 4 years Attendance at Board of Directors meetings 12/12	Apr. 1982 Joined Shinko Electric Industries Co., Ltd. Apr. 2007 Corporate Officer June 2011 Director and Senior Corporate Officer June 2014 Director and Executive Managing Corporate Officer June 2018 Advisor June 2020 Outside Director of the Company (present position) June 2023 Outside Director, ALMEX TECHNOLOGIES Inc. (present position) (Significant concurrent positions outside the Company) Outside Director, ALMEX TECHNOLOGIES Inc.	-
		Reasons for nomination as candidate for Outside Director and overview of expected role Toshihisa Yoda has extensive experience over many years as a corporate executive and possesses wide-ranging knowledge of semiconductor-related business, which is a specialty of the Company's businesses. We expect him to provide objective and unbiased advice on management, and we have nominated him again as a candidate for Outside Director.	

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

Since the terms of office of all three Directors who are Audit and Supervisory Committee Members expire at the conclusion of the Meeting, we propose the election of three Directors who are Audit and Supervisory Committee Members including two Outside Directors.

The Audit and Supervisory Committee has already given its consent to this proposal.

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

No.	Name	Position in the Company	
1	Koichiro Yanagisawa	Director, Full-time Audit and Supervisory Committee Member	Reelection
2	Shinobu Okamoto	Director, Audit and Supervisory Committee Member	Reelection Outside Independent
3	Takako Murase	Director, Audit and Supervisory Committee Member	Reelection Outside Independent

Reelection: Candidate for Director who is an Audit and Supervisory Committee Member to be reelected

Outside: Candidate for Outside Director who is an Audit and Supervisory Committee Member

Independent: Independent officer as defined by the securities exchange

- Notes:
1. There is no special interest between each candidate and the Company.
 2. Shinobu Okamoto and Takako Murase are candidates for Outside Directors who are Audit and Supervisory Committee Members.
 3. The Company has registered Shinobu Okamoto and Takako Murase as independent officers as stipulated in Article 436-2 of the Securities Listing Regulations of the Tokyo Stock Exchange, Inc. If their elections are approved, the Company will continue to register them as independent officers.
 4. Based on the provisions in Article 427, Paragraph (1) of the Companies Act, the Company has concluded agreements with Koichiro Yanagisawa, Shinobu Okamoto and Takako Murase that limit the liability for damages specified in Article 423, Paragraph (1) of the Companies Act to the minimum amount stipulated in Article 425, Paragraph (1) of that Act. If their elections are approved, the Company plans to continue these agreements.
 5. The Company has entered into an officer liability insurance policy with an insurance company in accordance with the provisions of Article 430-3, Paragraph (1) of the Companies Act. This insurance policy covers legal damages and litigation costs in the event of claim for damages caused by acts (or omissions) performed by the insured, including Directors who are Audit and Supervisory Committee Members, based on their position in the Company (except where the insured has illegally obtained a benefit or advantage, or has committed a criminal act, fraudulent act, deceitful act, or has acted knowingly in violation of any laws or regulations, including laws and regulations specific to Directors). If a candidate is elected and assumes office as a Director who is an Audit and Supervisory Committee Member, the candidate shall then become an insured person under this insurance policy. The insurance policy is scheduled to be renewed with the same contents at the next renewal period.

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company		Number of the Company's shares owned
1	<p>Koichiro Yanagisawa (January 18, 1959) Reelection</p> <p>Tenure as Director 2 years</p> <p>Tenure as Audit & Supervisory Board Member 1 year</p> <p>Attendance at Board of Directors meetings 12/12</p> <p>Attendance at Audit and Supervisory Committee meetings 12/12</p>	<p>Apr. 1981</p> <p>July 1992</p> <p>Apr. 2002</p> <p>Nov. 2010</p> <p>June 2013</p> <p>July 2017</p> <p>June 2021</p> <p>June 2022</p>	<p>Joined Pioneer Corporation</p> <p>Transferred to Q-TEC, Inc., Manager of Accounting Section, General Affairs Department</p> <p>Manager, Business Management Section, International Business Division, Pioneer Corporation</p> <p>Joined the Company, Assistant to General Manager of Corporate Planning Dept.</p> <p>General Manager of Corporate Administration Dept.</p> <p>Executive Officer and Deputy Senior General Manager of Administration Div.</p> <p>Full-time Audit & Supervisory Board Member</p> <p>Director who is an Audit and Supervisory Committee Member (present position)</p>	14,000
<p>Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member</p> <p>Koichiro Yanagisawa has extensive knowledge of business operations and corporate management and considerable expertise in finance and accounting, having served as an Executive Officer of the Company and as Deputy Senior General Manager of the Administration Division as well as General Manager of Corporate Administration Department. The Company has judged that he is suitable for the position based on his extensive experience and wide-ranging knowledge, and has nominated him again as a candidate for Director who is an Audit and Supervisory Committee Member.</p>				

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
2	<p style="text-align: center;">Shinobu Okamoto (June 18, 1954) Reelection Outside Independent</p> <p>Tenure as Outside Director 2 years</p> <p>Tenure as Outside Audit & Supervisory Board Member 3 years</p> <p>Attendance at Board of Directors meetings 12/12</p> <p>Attendance at Audit and Supervisory Committee meetings 12/12</p>	<p>Apr. 1977 Joined Tokyo Regional Taxation Bureau</p> <p>July 1998 Assistant Director, Income Tax Division, Taxation Department, National Tax Agency</p> <p>July 2009 Director, First Personnel Section, General Affairs Department, Tokyo Regional Taxation Bureau</p> <p>July 2012 Commissioner's Secretariat, National Tax Agency and Internal Inspector, National Tax Agency</p> <p>June 2013 General Manager, General Affairs Department, Nagoya Regional Taxation Bureau</p> <p>July 2014 Regional Commissioner, Kumamoto Regional Taxation Bureau</p> <p>Oct. 2015 Representative Partner, Shinobu Okamoto Certified Tax Accountant Office (present position)</p> <p>May 2016 Outside Audit & Supervisory Board Member, United Super Market Holdings Inc.</p> <p>June 2016 Outside Director, RIKENGREEN CO., LTD.</p> <p>June 2019 Outside Audit & Supervisory Board Member of the Company</p> <p>June 2022 Outside Director who is an Audit and Supervisory Committee Member (present position)</p> <p>May 2024 Outside Director, United Super Market Holdings Inc. (present position)</p> <p>(Significant concurrent positions outside the Company) Representative Partner, Shinobu Okamoto Certified Tax Accountant Office Outside Director, United Super Market Holdings Inc.</p>	—
<p>Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of expected role</p> <p>As a certified tax accountant, Shinobu Okamoto is well-versed in taxation and accounting and has sufficient knowledge to supervise company management. We expect him to audit and supervise the execution of the duties of Directors from an objective and fair standpoint. Accordingly, we have nominated him again as a candidate for Outside Director who is an Audit and Supervisory Committee Member.</p> <p>While he does not have experience in corporate management other than serving as an Outside Director and an Outside Audit & Supervisory Board Member, for the reasons given above, we believe that he would appropriately fulfill his responsibilities as an Outside Director who is an Audit and Supervisory Committee Member.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
3	<p>Takako Murase (January 4, 1955) Reelection Outside Independent</p> <p>Tenure as Outside Director 2 years</p> <p>Tenure as Outside Audit & Supervisory Board Member 2 years</p> <p>Attendance at Board of Directors meetings 12/12</p> <p>Attendance at Audit and Supervisory Committee meetings 12/12</p>	<p>Apr. 1997 Registered as lawyer, joined Torikai Tada Moriyama Law Office (currently Torikai Law Office)</p> <p>Jan. 2005 Partner, Torikai Law Office (present position)</p> <p>June 2015 Outside Audit & Supervisory Board Member, MOS FOOD SERVICES, INC. Outside Audit & Supervisory Board Member, NIKKO COMPANY (present position)</p> <p>June 2020 Outside Audit & Supervisory Board Member of the Company</p> <p>June 2022 Outside Director who is an Audit and Supervisory Committee Member (present position)</p> <p>(Significant concurrent positions outside the Company)</p> <p>Partner, Torikai Law Office</p> <p>Outside Audit & Supervisory Board Member, NIKKO COMPANY</p>	-
<p>Reasons for nomination as candidate for Outside Director who is an Audit and Supervisory Committee Member and overview of expected role</p> <p>Takako Murase has sufficient knowledge to reflect her extensive experience and expertise related to corporate legal affairs as a lawyer in audits and supervision of the Company, and is expected to audit and supervise the Directors' execution of operations from an objective and unbiased perspective. Accordingly, we have nominated her again as an Outside Director who is an Audit and Supervisory Committee Member.</p> <p>While she does not have experience in corporate management other than serving as an Outside Audit & Supervisory Board Member, for the reasons given above, we believe that she would appropriately fulfill her responsibilities as an Outside Director who is an Audit and Supervisory Committee Member.</p>			

[Reference] Structure of the Board of Directors and Skills Matrix after Election

If proposals 2 and 3 are approved and adopted as originally proposed, the composition, expertise and experience of the Board of Directors will be as follows.

Name	Corporate management	Global	Technology	Sales/marketing	Production	Finance/accounting	Legal affairs	Sustainability
Yoshitaka Ota	○	○			○	○		
Junichi Kameya	○	○	○	○	○			
Takeshi Tsuchiya	○	○	○	○	○			
Kazuhiro Matsuda	○	○		○		○	○	○
Nobuhiro Kishimura	○	○	○	○	○			
Tomohiro Murata	○							
Yoichiro Sakuma	○	○		○				
Toshihisa Yoda	○							
Koichiro Yanagisawa						○		
Shinobu Okamoto						○		
Takako Murase							○	

Proposal 4: Election of one (1) substitute Director who is an Audit and Supervisory Committee Member

To prepare for a contingency in which the Company does not have the number of Directors who are Audit and Supervisory Committee Members required by laws and regulations, we propose the election in advance of one substitute Director who is an Audit and Supervisory Committee Member.

The Audit and Supervisory Committee has already given its consent to this proposal.

The candidate for substitute Director who is an Audit and Supervisory Committee Member is as follows.

Name (Date of birth)	Career summary, position and responsibilities in the Company	Number of the Company's shares owned
Koryu Mukaigawa (November 10, 1951)	Apr. 1974 Joined Toshiba Corporation Apr. 1998 General Manager, Production Materials Department, Himeji Plant Apr. 2002 General Manager, Procurement Department, Komukai Plant Oct. 2005 General Manager, Procurement Department, Toshiba Carrier Air Conditioning System Corporation June 2009 Director and General Manager, Supplies Sales Division, Toshiba Business & Life Service Corporation June 2015 Full-time Audit & Supervisory Board Member, Tamagawa Holdings Co., Ltd. July 2019 General Manager, Material Department, Tamagawa Electronics Co., Ltd.	-

Reasons for nomination as candidate for substitute Outside Director who is an Audit and Supervisory Committee Member and overview of expected role

Koryu Mukaigawa has extensive professional experience in a listed company and his experience as a full-time Audit & Supervisory Board Member. The Company has nominated him as a candidate for substitute Outside Director who is an Audit and Supervisory Committee Member at the Company because it looks forward to taking advantage of his knowledge and experience to further drive the enhancement of its auditing and supervisory capabilities.

- Notes:
1. There is no special interest between Koryu Mukaigawa and the Company.
 2. Koryu Mukaigawa is a candidate for substitute Outside Director who is an Audit and Supervisory Committee Member.
 3. If Koryu Mukaigawa assumes the office of Outside Director who is an Audit and Supervisory Committee Member, the Company plans to register him as an independent officer as stipulated in Article 436-2 of the Securities Listing Regulations of the Tokyo Stock Exchange, Inc.
 4. If Koryu Mukaigawa assumes the office of Outside Director who is an Audit and Supervisory Committee Member, the Company plans to conclude an agreement with him that limits the liability for damages specified in Article 423, Paragraph (1) of the Companies Act to the minimum amount stipulated in Article 425, Paragraph (1) of that Act based on the provisions in Article 427, Paragraph (1) of that Act.
 5. The Company has entered into an officer liability insurance policy with an insurance company in accordance with the provisions of Article 430-3, Paragraph (1) of the Companies Act. This insurance policy covers legal damages and litigation costs in the event of claim for damages caused by acts (or omissions) performed by the insured, including Directors who are Audit and Supervisory Committee Members, based on their position in the Company (except where the insured has illegally obtained a benefit or advantage, or has committed a criminal act, fraudulent act, deceitful act, or has acted knowingly in violation of any laws or regulations, including laws and regulations specific to Directors who are Audit and Supervisory Committee Members). If Koryu Mukaigawa assumes office as an Outside Director who is an Audit and Supervisory Committee Member, the candidate shall be included as an insured person under this insurance policy. The insurance policy is scheduled to be renewed with the same contents at the next renewal period.