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(Securities Code 7282)

May 28, 2026

(Starting Date of Measures for Providing Information in Electronic Formats: May 22, 2026)

To All Shareholders:

1 Haruhinagahata, Kiyosu, Aichi
TOYODA GOSEI CO., LTD.
President Katsumi Saito

NOTICE OF THE 103rd ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholder,

Please be notified that the upcoming 103rd Ordinary General Meeting of Shareholders of Toyoda Gosei Co., Ltd. (the "Company") will be held as stated below.

In lieu of attending the meeting, you can exercise your voting rights by paper ballot or by electromagnetic means (the Internet, etc.). Please review the enclosed Reference Documents and exercise your voting rights by no later than 5:30 p.m. on Tuesday, June 23, 2026 (Japan Time). Thank you very much for your cooperation.

1. Date and time: 10:00 a.m., Wednesday, June 24, 2026
(Reception start time: 9:00 a.m.)

2. Venue: Toyoda Gosei Memorial Gymnasium (ENTRIO) Convention Hall
1-16-4 Orizukitayama, Inazawa, Aichi

3. Agenda:

Reports:

- (1) Reports on business review and consolidated and non-consolidated financial statements for the 103rd Fiscal Year (April 1, 2025 through March 31, 2026)
- (2) Report by the Accounting Auditor and the Audit & Supervisory Board on the audit results of the consolidated financial statements

Resolutions:

- Proposed Resolution 1: Partial Amendments to the Articles of Incorporation
- Proposed Resolution 2: Election of 9 Directors
- Proposed Resolution 3: Election of 1 Audit & Supervisory Board Member

- The Company takes measures for providing information in electronic formats for the notice of this General Meeting of Shareholders, and the items for which the measures for providing information in electronic format are taken (reference materials for the General Meeting of Shareholders, business report, consolidated financial statements, financial statements, audit report, and other items) are posted on each of the following websites on the Internet. Please access any of those websites to confirm the contents.

The website of the Company (“Shareholders’ Meeting”)
<https://www.toyoda-gosei.co.jp/ir/shares/meeting/>



The website of Tokyo Stock Exchange (TSE)
<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>

Please access the website of TSE, and search by “Toyoda Gosei” or “Code (7282),” select “Basic information” and then “Documents for public inspection/PR information”



- The Company does not include the following items in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents, in accordance with laws, regulations and the Articles of Incorporation of the Company. The Audit & Supervisory Board Members and the Accounting Auditor have audited the documents that are subject to their audit, including the following items.
 - ✓ “Systems to Ensure Adequacy of Business and Overview of their Operational Status” in the Business Report
 - ✓ “Consolidated statement of changes in equity” and “Notes to the consolidated financial statements” in the Consolidated Financial Statements
 - ✓ “Statement of changes in net assets” and “Notes to non-consolidated financial statements” in the Non-Consolidated Financial Statements
- In the event where revisions are necessary for the items for which the measures for providing information in electronic format have been taken, the information of such revisions will be posted on the above-mentioned respective website.
- The Company will post the results of resolutions by this General Meeting of Shareholders on its website instead of sending the written “Notice of Resolutions of the Ordinary General Meeting of Shareholders”.

The Company’s website: <https://www.toyoda-gosei.co.jp/>

Reference Documents

Proposed resolutions and reference matters

Proposed Resolution 1: Partial Amendments to the Articles of Incorporation

1. Reasons for amendments

- (1) In order to revise the wording to reflect the current status of the businesses of the Company and its subsidiaries, and to prepare for future business development, we hereby propose to change the objects of the Company set forth in Article 2 of the Articles of Incorporation.
- (2) Although the Company has introduced a corporate officer system, for the purpose of enabling the Company to establish an optimal and agile execution structure at an appropriate time, and to make it more explicit that the President and Vice Presidents may be appointed not only from among Directors but also from among Corporate Officers, we hereby propose to change Article 20 of the Articles of Incorporation. In addition, in connection therewith, we hereby propose to make necessary changes to the Articles of Incorporation, including changes to Articles 13 and 21 regarding the chairman of a General Meeting of Shareholders and Representative Directors, respectively, insertion of a new provision in Article 22 to clarify the method of appointment and roles of Corporate Officers, and the renumbering of Article 22 and subsequent articles.

2. Details of amendments

The details of the amendments are as follows:

(Underlined portions indicated the changes)

Current Articles of Incorporation	Proposed Amendments
<p>Article 2. (Objects)</p> <p>The objects of the Company shall be to engage in the following business activities:</p> <ol style="list-style-type: none"> (1) development, manufacture and sale of parts for automobiles and various transportation machinery and equipment. (2) development, manufacture and sale of industrial equipment and parts thereof. (3) development, manufacture and sale of household products and parts thereof. (4) development, manufacture and sales of housing equipment and parts thereof. (5) development, manufacture and sale of medical, sanitary and nursing care equipment and parts thereof. (6) development, manufacture and sale of sporting goods and health care equipment and parts thereof. (7) development, manufacture and sales of semiconductors, semiconductors applied products and electric and electronic parts. 	<p>Article 2. (Objects)</p> <p>The objects of the Company shall be to engage in the following business activities:</p> <ol style="list-style-type: none"> (1) development, manufacture and sale of parts for automobiles and various transportation machinery and equipment. (2) development, manufacture and sale of industrial equipment and parts thereof. (3) development, manufacture and sale of household products and parts thereof. (4) development, manufacture and sales of housing equipment and parts thereof. (5) development, manufacture and sale of medical, sanitary and nursing care equipment and parts thereof. (6) development, manufacture and sale of sporting goods and health care equipment and parts thereof. (7) development, manufacture and sales of semiconductors, semiconductors applied products and electric and electronic parts.

Current Articles of Incorporation	Proposed Amendments
<p>(8) development, manufacture, sale and lease of equipment, systems and software related to information processing, information communications and information supply.</p> <p>(9) development, manufacture and sale of energy-related equipment and supply and sale of various types of energy. [New provision]</p> <p>[Moved from (13)]</p> <p>[Moved from (14)]</p> <p><u>(10)</u> development, manufacture and sale of materials, recycled materials and applied products <u>for products and parts specified</u> in the preceding items.</p> <p><u>(11)</u> development, manufacture and sale of production equipment and dies, jigs and tools <u>for the products and parts specified</u> in each of the preceding items.</p> <p><u>(12)</u> services, engineering, consultation, research, invention and related applications thereof in connection with those mentioned in each of the preceding items.</p> <p><u>(13)</u> transportation, cargo handling, warehousing, plant and building maintenance, civil engineering and construction, and greening and landscaping.</p> <p><u>(14)</u> management of sports clubs and management and administration of sports facilities.</p> <p><u>(15)</u> all lawful activities and investments incidental to the objects set forth in each of the preceding items.</p>	<p>(8) development, manufacture, sale and lease of equipment, systems and software related to information processing, information communications and information supply.</p> <p>(9) development, manufacture and sale of energy-related equipment and supply and sale of various types of energy.</p> <p><u>(10)</u> <u>development, manufacture and sale of disaster prevention products and parts thereof.</u></p> <p><u>(11)</u> transportation, cargo handling, warehousing, plant and building maintenance, civil engineering and construction, greening and landscaping, <u>and agriculture.</u></p> <p><u>(12)</u> management of sports clubs and management and administration of sports facilities.</p> <p><u>(13)</u> development, manufacture and sale of materials, <u>supplies,</u> recycled materials and applied products <u>in connection with those mentioned in each of the</u> preceding items.</p> <p><u>(14)</u> development, manufacture and sale of production equipment and dies, jigs and tools <u>in connection with those mentioned</u> in each of the preceding items.</p> <p><u>(15)</u> services, engineering, consultation, research, invention and related applications thereof in connection with those mentioned in each of the preceding items. [Moved to (11)]</p> <p>[Moved to (12)]</p> <p><u>(16)</u> all lawful activities and investments incidental to the objects set forth in each of the preceding items.</p>


Current Articles of Incorporation	Proposed Amendments
<p>Article 13. (Chairman)</p> <p>1. <u>The Director-Chairman or the Director-President</u> shall be the chairman at a General Meeting of Shareholders.</p> <p>2. If <u>the positions of both the Director-Chairman and the Director-President are vacant or both of them are unable to act, another Director</u> shall preside in their place in accordance with the order of precedence predetermined by the Board of Directors.</p> <p>Article 20. (Executive Directors)</p> <p>The Board of Directors may, by a resolution, appoint <u>one (1) Director-Chairman, one (1) Director-President and one (1) or more Director-Vice Chairmen and Director-Vice Presidents.</u></p> <p>Article 21. (Representative Directors)</p> <p>1. <u>The Director-President</u> shall represent the Company.</p> <p>2. <u>The Board of Directors may, by a resolution, appoint Directors representing the Company from among the Executive Directors referred to in the preceding Article, in addition to the Director-President.</u></p> <p style="text-align: center;"><u>[New provision]</u></p> <p>Articles <u>22. ~ 36.</u> [Omitted]</p>	<p>Article 13. (Chairman)</p> <p>1. <u>The President</u> shall be the chairman at a General Meeting of Shareholders.</p> <p>2. If <u>the President is unable to act, a Director or Corporate Officer</u> shall preside in his/her place in accordance with the order of precedence predetermined by the Board of Directors.</p> <p>Article 20. (Executive Directors, Etc.)</p> <p>The Board of Directors may, by a resolution, appoint <u>one (1) Director-Chairman, and one (1) or more Director-Vice Chairmen from among the Directors. Also, the Board of Directors may, by a resolution, appoint one (1) President and one (1) or more Vice Presidents from among the Directors or Corporate Officers.</u></p> <p>Article 21. (Representative Directors)</p> <p style="text-align: center;">[Deletion of paragraph 1]</p> <p>The Board of Directors may, by a resolution, appoint Directors representing the Company <u>from among the Directors.</u></p> <p>Article 22. (Corporate Officers)</p> <p><u>The Board of Directors may, by a resolution, appoint Corporate Officers and cause them to share in the execution of business activities.</u></p> <p>Articles <u>23. ~ 37.</u> [As current]</p>

Proposed Resolution 2: Election of 9 Directors

All 9 Directors will retire upon the expiration of their term of office at the conclusion of this General Meeting of Shareholders. Accordingly, we hereby propose that 9 Directors be elected (including 4 Outside Directors).


This proposed resolution has been submitted to and reviewed by the Executive Appointment Committee, an advisory body to the Board of Directors. The candidates for the positions of Director are as follows:


No.	Name (birth date)	Current position	Current Responsibilities
1	Naoki Miyazaki (May 23, 1957) Re-appointed	Chairman	-
2	Katsumi Saito (May 11, 1965) Re-appointed	President	Chief Executive Officer (CEO)
3	Hiroshi Yasuda (October 5, 1959) Re-appointed	Executive Vice President	Chief Operating Officer (COO), Chief Manufacturing Officer (CMO), Chief of Corporate Strategy Headquarters, Chief of Carbon Neutrality and Environment Promotion Division Chief of Group & Partners Executive Leadership Development Dept.
4	Mitsuhiro Nawashiro (December 24, 1966) Re-appointed	Director, Corporate Officer	Chief Technology Officer (CTO), Adviser of Sales Headquarters, Adviser of Research and Development Headquarters, Adviser of New Value Business Headquarters
5	Masayoshi Hachisuka (April 3, 1967) Re-appointed	Director, Corporate Officer	Chief Financial Officer (CFO), Deputy Chief of Corporate Strategy Headquarters
6	Takashi Wada (September 3, 1954) Re-appointed Outside Director Independent Director	Director	-
7	Masanori Furukawa (June 26, 1952) Re-appointed Outside Director Independent Director	Director	-
8	Shigeki Maeda (November 1, 1957) Re-appointed Outside Director Independent Director	Director	-
9	Makoto Aou (July 27, 1974) Re-appointed Outside Director Independent Director	Director	-

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties	Number of the Company's shares owned
1	 Naoki Miyazaki (May 23, 1957) Re-appointed	April 1980 Joined Toyota Motor Co., Ltd. June 2008 Managing Officer of Toyota Motor Corporation April 2013 Senior Managing Officer of Toyota Motor Corporation April 2014 Adviser of the Company June 2014 Executive Vice President of the Company June 2015 President of the Company June 2020 Chairman of the Company June 2021 Director of the Company June 2024 Chairman of the Company (to the present)	29,604 shares Attendance at Board of Directors Meetings 17/17(100%) Number of years served as Director 12 years (Upon the conclusion of this General Meeting of Shareholders)
		Reason for nomination as candidate for Director Mr. Naoki Miyazaki holds many years of experience in corporate management, having served as a Senior Managing Officer of Toyota Motor Corporation and also, since 2014, as an Executive Vice President, President and Chairman of the Company. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.	


No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties	Number of the Company's shares owned
2	 Katsumi Saito (May 11, 1965) Re-appointed	April 1988 Joined the Company June 2018 Corporate Officer of the Company (retired in June 2019 due to changes in the board system) June 2022 Corporate Officer of the Company June 2023 President of the Company (to the present)	16,048 shares Attendance at Board of Directors Meetings 17/17(100%) Number of years served as Director 3 years (Upon the conclusion of this General Meeting of Shareholders)
		Reason for nomination as candidate for Director Mr. Katsumi Saito holds experience working in the administration area and corporate planning area of the Company, served as a management member of domestic and overseas subsidiaries and also, as a President of the Company from 2023. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.	


No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties	Number of the Company's shares owned
3	 Hiroshi Yasuda (October 5, 1959) Re-appointed	April 1982 Joined the Company June 2012 Corporate Officer of the Company June 2016 Director, Managing Officer of the Company June 2018 Director, Senior Managing Officer of the Company June 2019 Director, Corporate Officer of the Company June 2023 Executive Vice President of the Company (to the present)	18,460 shares
			Attendance at Board of Directors Meetings
			17/17(100%)
			Number of years served as Director
			10 years (Upon the conclusion of this General Meeting of Shareholders)
Reason for nomination as candidate for Director			
Mr. Hiroshi Yasuda holds experience working mainly on safety systems products in the production engineering division of the Company, served as a management member of an overseas subsidiary, and has been involved in corporate management as a Director of the Company from 2016. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.			


No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties	Number of the Company's shares owned
4	 Mitsuhiro Nawashiro (December 24, 1966) Re-appointed	September 1997 Joined the Company June 2018 Corporate Officer of the Company (retired in June 2019 due to changes in the board system) June 2021 Corporate Officer of the Company June 2023 Director, Corporate Officer of the Company (to the present)	8,693 shares
			Attendance at Board of Directors Meetings
			17/17(100%)
			Number of years served as Director
			3 years (Upon the conclusion of this General Meeting of Shareholders)
Reason for nomination as candidate for Director			
Mr. Mitsuhiro Nawashiro holds experience working in the technical development area, corporate planning area and new business development area of the Company, served as a management member of an overseas subsidiary and also, as a Director of the Company from 2023. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.			

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties	Number of the Company's shares owned
5	 Masayoshi Hachisuka (April 3, 1967) Re-appointed	April 1990 Joined the Long-Term Credit Bank of Japan, Limited	2,523 shares
		April 1999 Joined Toyota Motor Corporation September 2021 General Manager of Capital Strategy & Affiliated Companies Finance Div. of Toyota Motor Corporation	Attendance at Board of Directors Meetings
		January 2023 General Manager of Finance & Accounting Division of the Company	15/15(100%)
		June 2024 Corporate Officer of the Company June 2025 Director, Corporate Officer of the Company (to the present)	Number of years served as Director
		(Areas of responsibility at the Company) CFO, Deputy Chief of Corporate Strategy Headquarters	1 year (Upon the conclusion of this General Meeting of Shareholders)
Reason for nomination as candidate for Director			
Mr. Masayoshi Hachisuka holds experience working in the finance & accounting area of Toyota Motor Corporation and the Company and also, as a Director of the Company from 2025. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.			

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties	Number of the Company's shares owned	
6	 Takashi Wada (September 3, 1954) Re-appointed Outside Director Independent Director	April 1979	Joined Sanken Electric Co., Ltd.	200 shares
		April 2007	General Manager, Production Division, Production Headquarters of Sanken Electric Co., Ltd.	Attendance at Board of Directors Meetings
		June 2007	Corporate Officer of Sanken Electric Co., Ltd.	17/17(100%)
		April 2009	Head, Production Headquarters of Sanken Electric Co., Ltd.	
		June 2009	Director and Senior Vice President of Sanken Electric Co., Ltd.	Number of years served as Director
		June 2012	Director and Executive Vice President of Sanken Electric Co., Ltd.	3 years (Upon the conclusion of this General Meeting of Shareholders)
		April 2015	President and Representative Director of Sanken Electric Co., Ltd.	
		June 2021	Chairman and Representative Director of Sanken Electric Co., Ltd.	
		June 2022	Senior Advisor of Sanken Electric Co., Ltd. (retired in June 2024)	
		June 2023	Director of the Company (to the present)	
Reason for nomination as candidate for Outside Director and expected roles				
The reason why we re-nominated Mr. Takashi Wada as a candidate for Outside Director is that he holds experience working in the corporate management of manufacturing company for many years. We expect him to continue to supervise the management of the Company and offer advice based on his extensive experience and high-level insight.				

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties	Number of the Company's shares owned	
7	 Masanori Furukawa (June 26, 1952) Re-appointed Outside Director Independent Director	April 1977	Joined Tajimi City Hall	200 shares
		April 1987	Council Member of Tajimi City (3 terms, 12 years)	Attendance at Board of Directors Meetings
		April 1999	Assembly Member of Gifu Prefecture (2 terms, 8 years)	
		April 2007	Mayor of Tajimi City (4 terms, 16 years)	17/17(100%)
		April 2023	Advisor to Tajimi City Hospital	
		June 2024	Director of the Company (to the present)	Number of years served as Director
Reason for nomination as candidate for Outside Director and expected roles				
<p>The reason why we re-nominated Mr. Masanori Furukawa as a candidate for Outside Director is that he holds experience of being engaged in local government and municipal administration as Council Member of Tajimi City, Assembly Member of Gifu Prefecture, and Mayor of Tajimi City, across a total of nine terms for 36 years. We expect him to continue to supervise the management of the Company and offer advice based on his extensive experience and high-level insight.</p> <p>While he has not been involved in corporate management other than having served as an outside director or an outside audit & supervisory board member in the past, we believe that he would adequately fulfill his duties as an Outside Director for the reason set forth above.</p>				

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties	Number of the Company's shares owned
8	 <p data-bbox="276 770 528 920">Shigeki Maeda (November 1, 1957) Re-appointed Outside Director Independent Director</p>	<p data-bbox="555 297 767 327">April 1981</p> <p data-bbox="799 297 1276 472">Joined Japan External Trade Organization, Incorporated Administrative Agency (currently Japan External Trade Organization, Independent Administrative Agency) (JETRO)</p>	<p data-bbox="1326 297 1465 327">200 shares</p> <p data-bbox="1310 360 1481 472">Attendance at Board of Directors Meetings</p>
		<p data-bbox="555 481 767 510">August 1998</p> <p data-bbox="799 481 1276 533">Deputy Director General of JETRO New York</p>	<p data-bbox="1318 506 1473 535">17/17(100%)</p>
		<p data-bbox="555 542 767 571">December 2001</p> <p data-bbox="799 542 1276 593">Assistant Section Manager of Planning Department, JETRO Headquarters</p>	<p data-bbox="1318 566 1473 656">Number of years served as Director</p>
		<p data-bbox="555 602 767 631">April 2006</p> <p data-bbox="799 602 1276 689">Director of Export Promotion Division, Market Development Department, JETRO Headquarters</p>	
		<p data-bbox="555 698 767 728">April 2008</p> <p data-bbox="799 698 1276 786">Deputy Director of Research Planning Department, Institute of Developing Economies, JETRO</p>	
		<p data-bbox="555 795 767 824">April 2010</p> <p data-bbox="799 795 1276 824">Director General, JETRO Singapore</p>	<p data-bbox="1310 795 1481 952">2 years (Upon the conclusion of this General Meeting of Shareholders)</p>
		<p data-bbox="555 824 767 853">August 2013</p> <p data-bbox="799 824 1276 853">Director General of Invest Japan Department, JETRO Headquarters</p>	
		<p data-bbox="555 853 767 882">August 2015</p> <p data-bbox="799 853 1276 882">Executive Director of JETRO</p>	
		<p data-bbox="555 882 767 911">September 2019</p> <p data-bbox="799 882 1276 994">Ambassador Extraordinary and Plenipotentiary to Kyrgyz Republic (retired in October 2022)</p>	
<p data-bbox="555 1003 767 1032">April 2023</p> <p data-bbox="799 1003 1276 1032">Advisor to the Company</p>			
<p data-bbox="555 1032 767 1061">June 2024</p> <p data-bbox="799 1032 1276 1061">Director of the Company (to the present)</p>			
Reason for nomination as candidate for Outside Director and expected roles			
<p data-bbox="261 1176 1481 1444">The reason why we re-nominated Mr. Shigeki Maeda as a candidate for Outside Director is that in addition to his excellent international perspective based on his many years of experience working overseas in international endeavors, and his extensive network with government agencies and the business community, he also holds experience in organizational operations and management throughout JETRO as Executive Director (executive officer). We expect him to continue to supervise the management of the Company and offer advice based on his extensive experience and high-level insight. While he has not been involved in corporate management other than having served as an outside director or an outside audit & supervisory board member in the past, we believe that he would adequately fulfill his duties as an Outside Director for the reason set forth above.</p>			

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties	Number of the Company's shares owned
9	 Makoto Aou (July 27, 1974) Re-appointed Outside Director Independent Director	June 2012 Corporate Officer of Pasona Tech, Inc. February 2016 Founding of Exalntelligence, Inc. COO of Exalntelligence, Inc. June 2016 Director of Pasona Tech, Inc. October 2019 Entrepreneur support institution "NAGONO CAMPUS" Planning and operation producer (to the present) October 2020 Founding of LEO co., Ltd. Representative Director and CEO of LEO co., Ltd. (to the present) June 2024 Director of the Company (to the present)	0 shares
			Attendance at Board of Directors Meetings
			17/17(100%)
			Number of years served as Director
			2 years (Upon the conclusion of this General Meeting of Shareholders)
Reason for nomination as candidate for Outside Director and expected roles			
<p>The reason why we re-nominated Ms. Makoto Aou as a candidate for Outside Director is that in addition to her experience as an entrepreneur and manager of a cutting-edge IT business, she holds extensive experience in human resource development through corporate support that includes new business creation, DX, and diversity promotion. We expect her to continue to supervise the management of the Company and offer advice based on her extensive experience and high-level insight.</p>			


- Notes:
1. With regard to special conflicts of interest between each candidate and the Company, the Company has entered into a consulting agreement with LEO co., Ltd., the company in which Ms. Makoto Aou serves as Representative Director. However, there are no special conflicts of interest between the other candidates and the Company.
 2. Mr. Takashi Wada, Mr. Masanori Furukawa, Mr. Shigeki Maeda and Ms. Makoto Aou are candidates for Outside Director. Upon the conclusion of this General Meeting of Shareholders, Mr. Takashi Wada would serve as Outside Director of the Company for 3 years, and Mr. Masanori Furukawa, Mr. Shigeki Maeda, and Ms. Makoto Aou would serve as Outside Director of the Company for 2 years.
 3. As the Company has determined that Mr. Takashi Wada, Mr. Masanori Furukawa, Mr. Shigeki Maeda and Ms. Makoto Aou fulfill the provisions of an Independent Director based on the stipulations of Tokyo Stock Exchange, Inc. and Nagoya Stock Exchange, Inc., and are unlikely to have any conflicts of interests with general shareholders, the Company has registered them as Independent Directors.
There is no attribute that is relevant to the eligibility of Mr. Masanori Furukawa as Independent Director.
Although Mr. Takashi Wada served as an executive (Chairman and Representative Director) of Sanken Electric Co., Ltd., 4 years have passed since his retirement in June 2022. Although the Company has a transactional relationship with said company, the transaction amount is 0.1% or less of the Company's consolidated net sales, and said company's consolidated net sales, respectively.
The Company entered into a part-time advisory agreement with Mr. Shigeki Maeda in 2023 to obtain general management advice from an independent standpoint. However, this agreement was terminated upon approval of his appointment at the 101st Ordinary General Meeting of Shareholders held on June 14, 2024. The amount of compensation paid to him by the Company in accordance with this agreement is less than 7 million yen per year. In addition, although he served as an executive (Executive Director) of JETRO, 6 years have passed since his retirement in July 2019. In the fiscal year ended March 31, 2025, the Company is enrolled in JETRO's membership-based information provision service, although the transaction amount is less than 150 thousand yen per year.
In 2021, the Company entered into a consulting agreement with LEO co., Ltd., the company where Ms. Makoto Aou serves as an executive (Representative Director and CEO), to obtain advice on upcycling initiatives. However, the amount of compensation paid to LEO co., Ltd. is 10 million yen or less per year. She also served as an executive (Director) at Pasona Tech, Inc., although 7 years have passed since her retirement in December 2018 (the said company's name is currently Pasona Inc. due to a corporate reorganization). The Company and the said company currently have a transactional relationship, although the transaction amount is 0.1% or less of the Company's consolidated net sales and 0.1% or less of the said company's net sales.
 4. The Company has entered into agreements limiting liability for damages provided for in Article 423, Paragraph 1 of the Companies Act with Mr. Takashi Wada, Mr. Masanori Furukawa, Mr. Shigeki Maeda and Ms. Makoto Aou. The outline of the limited liability agreement is that they shall be held liable for damages up to the amount stipulated in Article 425, Paragraph 1 of the Companies Act.
 5. The Company has entered into a directors and officers liability insurance agreement, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company. The insurance agreement covers damages that may arise when the insured assumes liability for the execution of his or her duties or receives a claim related to the pursuit of such liability. All candidates will be included as the insured of the insurance agreement. The Company plans to renew the insurance agreement during his or her term of office.

Proposed Resolution 3: Election of 1 Audit & Supervisory Board Member

The term of office of Mr. Hitoshi Kuwayama as Audit & Supervisory Board Member will expire upon the conclusion of this General Meeting of Shareholders. Accordingly, we hereby propose that 1 Audit & Supervisory Board Member be elected.

This proposed resolution has been submitted to and reviewed by the Executive Appointment Committee and the Audit & Supervisory Board has given its prior consent to this proposed resolution.

The candidate for the position of the Audit & Supervisory Board Member is as below.

Name (birth date)	Brief career summary, position at the Company, and important concurrent duties		Number of the Company's shares owned	
 <p>Hitoshi Kuwayama (January 7, 1965) Re-appointed Outside Audit & Supervisory Board Member Independent Audit & Supervisory Board Member</p>	April	1990	Registered as attorney Joined Midosuji Law Firm (currently, Midosuji LPC)	800 shares
	April	1997	Partner of Midosuji Law Firm (currently, Midosuji LPC) (to the present)	Attendance at Board of Directors Meetings
	May	2011	Outside company auditor of MAXVALU NISHINIHON Co., Ltd.	17/17(100%)
	April	2012	Osaka Bar Association Vice chairman	Attendance at Audit & Supervisory Board Meetings
	April	2013	Part-time Lecturer of Kyoto University Law School	
	May	2015	Outside director of MAXVALU NISHINIHON Co., Ltd.	Attendance at Audit & Supervisory Board Meetings
	April	2020	Representative Partner of Midosuji LPC	13/13(100%)
	June	2020	Outside director of ZETT Corporation (member of audit & supervisory committee) (to the present)	
	June	2022	Audit & Supervisory Board Member of the Company (to the present)	Number of years served as Audit & Supervisory Board Member
		(Important concurrent duties) Partner (Attorney) of Midosuji LPC Outside director of ZETT Corporation (member of audit & supervisory committee)		4 years (Upon the conclusion of this General Meeting of Shareholders)
Reason for nomination as candidate for Audit & Supervisory Board Member				
<p>We re-nominate Mr. Hitoshi Kuwayama as a candidate to become an Outside Audit & Supervisory Board Member as we expect him to apply his extensive experience and high-level insight he has accumulated as a lawyer in the Company's audit.</p> <p>While he has not been involved in corporate management other than having served as an outside director or an outside audit & supervisory board member in the past, we believe that he would adequately fulfill his duties as an Outside Audit & Supervisory Board Member for the reason set forth above.</p>				

- Notes:
1. There are no special conflicts of interest between Mr. Hitoshi Kuwayama and the Company.
 2. He is a candidate to become an Outside Audit & Supervisory Board Member. Upon the conclusion of this General Meeting of Shareholders, he would have served as an Outside Audit & Supervisory Board Member of the Company for 4 years.
 3. The Company has registered him as an Independent Audit & Supervisory Board Member, because he fulfills the provisions of an Independent Audit & Supervisory Board Member based on the stipulations of Tokyo Stock Exchange, Inc. and Nagoya Stock Exchange, Inc., and is unlikely to have any conflicts of interest with general shareholders. There are no attributes that are relevant to the eligibility of him as an Independent Audit & Supervisory Board Member.

4. The Company has entered into an agreement limiting liability for damages provided for in Article 423, Paragraph 1 of the Companies Act with him. The outline of the limited liability agreement is that he shall be held liable for damages up to the amount stipulated in Article 425, Paragraph 1 of the Companies Act.
5. The Company has entered into a directors and officers liability insurance agreement, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company. The insurance agreement covers damages that may arise when the insured assumes liability for the execution of his duties or receives a claim related to the pursuit of such liability. Candidate will be included as the insured of the insurance agreement. The Company plans to renew the insurance agreement during his term of office.

End