

# NOTICE OF THE 136TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

<Notice Regarding the Measures for electronic provision of information contained in the Reference Documents for the General Meeting of Shareholders>

Due to the launch of measures for electronic provision of information contained in the Reference Documents for the General Meeting of Shareholders, etc., TAKEBISHI CORPORATION (the Company) has provided information contained in the Reference Documents for the General Meeting of Shareholders, etc. by posting online on the Company website, starting with this General Meeting of Shareholders, instead of delivering paper-based documents to shareholders. For those shareholders who have not completed the procedure to request the delivery of the paper-based documents, we have delivered a part of the Reference Documents for easy access to the proposals to be resolved and other information on hand. Those shareholders who have completed the procedure are to receive paper-based documents same as the previous year.

Shareholder who wish to continue to receive paper-based Reference Documents for the next General Meetings of Shareholders and thereafter but have not completed the procedure to request the paper-based documents delivery should complete the procedure to request the delivery of the paper-based documents with the Company's share transfer agent, Mitsubishi UFJ Trust and Banking Corporation, or other financial institutes you use no later than March 31, 2026.

Please note that we do not distribute any gifts to shareholders attending the meeting in person.

TAKEBISHI CORPORATION

(Stock Exchange Code: 7510)

## Corporate Philosophy

Creating a bright future by connecting people and technology with confidence

## Code of Activities

- Complying with corporate ethics and contribute to society -

### 1. Trust

Provide exceptional service and build a high level of trust with customers

### 2. Technology

Strive to absorb and revolutionize new technologies that will benefit customers

### 3. Integrated power

Combine individual strengths and create a total service menu

Note: This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

(Stock Exchange Code: 7510)  
June 6, 2025

## Notice to Shareholders

Hiroshi Okagaki  
Representative Director & President  
TAKEBISHI CORPORATION  
29, Mameda-cho, Nishi-kyogoku,  
Ukyo-ku, Kyoto, Japan

### NOTICE OF THE 136TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to inform our shareholders that the 136th Annual General Meeting of Shareholders of TAKEBISHI CORPORATION (the “Company” or “we”) will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision of information contained in the Reference Documents for the General Meeting of Shareholders, etc. (matters to be provided electronically) and posted the matters to be provided electronically on the following websites. Please access any of the websites to see the information.

The Company’s website  
<https://www.takebishi.co.jp/company/ir/meeting.html>



Materials for General Meeting of Shareholders website (in Japanese only)  
<https://d.sokai.jp/7510/teiji/>



Tokyo Stock Exchange website (TSE Listed Company Search)  
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show/>



(Please access the TSE website above, enter the issue name “TAKEBISHI” in the “Issue name (company name)” field, or the Company’s securities code “7510” in the “Code” field, and press “Search.” Select “Basic information” and then “Documents for public inspection/PR information” in that order and see the relevant information in the “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” section under the “Filed information available for public inspection.”)

You can exercise your voting rights in writing (the Voting Rights Exercise Form) or via the Internet instead of attending the meeting. In this case, please review the “Reference Documents for General Meeting of Shareholders” provided below and indicate your vote for or against the proposals to exercise your voting rights by 5:15 p.m. on Wednesday, June 25, 2025, Japan time. Thank you very much for your cooperation.

## Details of the Meeting

- 1. Date and Time:** 10:00 a.m., Thursday, June 26, 2025
- 2. Place:** 1st Floor Event Hall of Head Office located at 29, Mameda-cho, Nishi-kyogoku, Ukyo-ku, Kyoto, Japan

**3. Meeting Agenda:**

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 136th 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 136th Fiscal Year (April 1, 2024 - March 31, 2025)

**Proposals to be resolved:**

- Proposal 1: Election of Seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members)
- Proposal 2: Election of Three (3) Directors who are Audit and Supervisory Committee Members
- Proposal 3: Election of Two (2) Substitute Directors who are Audit and Supervisory Committee Members
- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
  - Should any revisions to the matters to be provided electronically be required, a notice of the revision, the revised versions, and the previous versions will be posted on the Company's website, the Materials for General Meeting of Shareholders website, and the Tokyo Stock Exchange website.
  - The paper copy stating the matters to be provided electronically is sent to shareholders who requested it. Of the matters to be provided electronically, the following items are excluded from the documents in accordance with the provisions of laws and regulations and Articles of Incorporation of the Company.
    - (1) Matters Regarding a System to Ensure the Appropriateness and the Operation of Business Activities in Business Report
    - (2) Consolidated Statement of Changes in Equity and Notes to Consolidated Financial Statements in Consolidated Financial Statements
    - (3) Non-consolidated Statement of Changes in Equity and Notes to Non-consolidated Financial Statements in Non-consolidated Financial StatementsThe Audit and Supervisory Committee and the Accounting Auditor have audited the documents subject to audit including abovementioned items.

## Reference Documents for the General Meeting of Shareholders

Proposal: Election of Seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the close of this General Meeting of Shareholders.



Accordingly, the Company proposes the election of seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members).



The Audit and Supervisory Committee and the Nominating Committee have determined that all candidates for Directors are fit for their respective positions relating to this Proposal.

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
1	<span>Reelection</span> Isamu Ogura	Director & Chairman
2	<span>Reelection</span> Hiroshi Okagaki	Representative Director, President & CEO
3	<span>Reelection</span> Kazuhiko Sakaguchi	Director & Senior Managing Executive Officer and Chief of Business Promotion Office Member of Nominating Committee and Compensation Committee
4	<span>Reelection</span> Takeshi Ohi	Director & Managing Executive Officer and Chief of Business Strategy Office
5	<span>Reelection</span> <span>Outside</span> <span>Independent</span> Sou Ikeda	Director Member of Compensation Committee
6	<span>Reelection</span> <span>Outside</span> <span>Independent</span> Hiromi Uemura	Director
7	<span>Reelection</span> <span>Outside</span> Michihiro Nishikado	Director

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
1 Reelection	Isamu Ogura (July 11, 1959)	April 1982	Joined the Company	47,930
		April 2005	Assistant General Manager of Shiga Branch	
		October 2005	General Manager of Nagoya Branch	
		April 2011	Assistant Chief of Business Strategy Office	
		October 2011	Assistant Chief of Business Strategy Office and Manager of Corporate Planning Department	
		June 2012	Director & Executive Officer, Chief of Business Strategy Office, Manager of Corporate Planning Department, Chairman of the Board of Directors of Takebishi Electric Sales Hong Kong Limited, and Chairman of the Board of Directors of Takebishi Electric Sales Shanghai Limited	
		April 2014	Director & Executive Officer and Chief of Business Strategy Office	
		June 2016	Director & Managing Executive Officer and Chief of Business Strategy Office	
		June 2017	Representative Director, President & CEO	
		June 2023	Director & Chairman (to present)	
Reason for nomination as a Director candidate He is considered to be fit for the position as a Director on account of his past record of supervising the management of the Company and acting as the Chairman of the Board of Directors of the Company in his position as Director & Chairman, as well as extensive knowledge and experience developed by assuming management responsibilities at the Company.				
2 Reelection	Hiroshi Okagaki (November 6, 1960)	April 1983	Joined the Company	38,949
		July 2006	Manager of Technical Development Department, Electro-Mechanical System Division	
		April 2011	Manager of FA Systems Department, Electro- Mechanical System Division	
		April 2016	Assistant General Manager of Technical Development Division	
		June 2017	Executive Officer and General Manager of Technical Development Division	
		June 2018	Director & Executive Officer and General Manager of Technical Development Division	
		June 2021	Director & Managing Executive Officer and General Manager of Technical Development Division	
		June 2022	Director & General Managing Executive Officer and General Manager of Technical Development Division	
		June 2023	Representative Director, President & CEO (to present)	
Reason for nomination as a Director candidate He is considered to be fit for the position as a Director on account of the leadership he has exhibited in driving the management of the Company as Representative Director, President & CEO, as well as his extensive knowledge and experience developed through his experience in the management of the Company.				

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3 Reelection	Kazuhiko Sakaguchi (March 31, 1962) 	<p>April 1984    Joined the Company</p> <p>July 2007    Manager of Corporate Planning Department, Business Strategy Office</p> <p>October 2011    Manager of General Affairs Department, Business Promotion Office</p> <p>October 2013    Assistant Chief of Business Promotion Office and Manager of General Affairs Department</p> <p>June 2017    Director &amp; Executive Officer and Chief of Business Promotion Office</p> <p>June 2020    Director &amp; Managing Executive Officer and Chief of Business Promotion Office</p> <p>June 2023    Director &amp; Senior Managing Executive Officer and Chief of Business Promotion Office (to present)</p>	38,446
<p>Reason for nomination as a Director candidate</p> <p>He is considered to be fit for the position as a Director who is responsible for business promotion of the Company on account of his experience in assuming management responsibilities at the Company serving as an Executive Officer in charge of business promotion of the Company, as well as his extensive knowledge developed through the experience in supervising the general affairs, accounting, and information systems of the Company.</p>			
4 Reelection	Takeshi Ohi (May 13, 1964) 	<p>August 1990    Joined the Company</p> <p>January 2005    Managing Director of Takebishi Electric Sales Hong Kong Limited</p> <p>February 2014    Manager of 2nd Semiconductor and Device Dept., Electronics Device Division of the Company</p> <p>April 2019    Manager of 2nd Semiconductor and Device Dept. and Manager of Global Business Sales Promotion Department, Electronics Device Division</p> <p>April 2020    Assistant General Manager of Electro-Mechanical Systems Division</p> <p>October 2020    Assistant General Manager of Electro-Mechanical Systems Division and Group Manager of Smart Factory Sales Promotion Group</p> <p>June 2021    Executive Officer, General Manager of Electro- Mechanical Systems Division, Group Manager of Smart Factory Sales Promotion Group President of TAKEBISHI (THAILAND) CO., LTD.</p> <p>June 2022    Executive Officer and Chief of Business Strategy Office of the Company</p> <p>June 2022    Director &amp; Executive Officer and Chief of Business Strategy Office</p> <p>June 2023    Director &amp; Managing Executive Officer and Chief of Business Strategy Office (to present)</p>	28,100
<p>Reason for nomination as a Director candidate</p> <p>He is considered to be fit for the position as a Director who is responsible for corporate planning and the execution of business strategies of the Company on account of his experience and extensive knowledge used in assuming management responsibilities at the Company as an Executive Officer in charge of business strategy of the Company, as well as his experience serving in important positions in the sales field for many years in the Company.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
5 <div>Reelection Outside Independent</div>	Sou Ikeda (June 1, 1967)	April 1990 May 2003	Joined Bank of Japan Seconded to Industrial Revitalization Corporation of Japan	4,772
		April 2007 April 2019 April 2021 June 2022 [Significant Concurrent Position]	Participated in establishment of Industrial Growth Platform, Inc. Visiting Professor, MBA Course, Graduate School of Business Administration, J. F. Oberlin University Associate Professor, Graduate School of International Studies, J. F. Oberlin University (to present) Outside Director of the Company (to present) Advisor, Industrial Growth Platform, Inc. (IGPI)	
Reason for nomination as an Outside Director candidate and outline of expected role He is selected as a Director candidate as he is expected to be fit for the position as an Outside Director who is responsible for the supervision of the management of the Company from diverse viewpoints, given his extensive knowledge and experience developed through working for other companies and also from his position as a technical expert university instructor with expertise in finance and management strategy. For the above reasons, the Company has judged that he will be able to appropriately execute his duties as Outside Director from an independent viewpoint.				
6 <div>Reelection Outside Independent</div>	Hiromi Uemura (August 14, 1963)	April 1986 April 2006 April 2008	Joined Daiwa Securities Co. Ltd. Sub Manager of Hyogo Group and Head of Nishinomiya Branch, Daiwa Securities Co. Ltd. Head of Pension Insurance Dept., Daiwa Securities Co. Ltd.	200
		April 2010 April 2011 April 2014 April 2017 April 2020 April 2021 June 2024	Head of Kyoto Branch, Daiwa Securities Co. Ltd. Executive Officer and Head of Kyoto Branch, Daiwa Securities Co. Ltd. Managing Executive Officer, Daiwa Securities Co. Ltd. Executive Managing Director and Member of the Board, Daiwa Securities Co. Ltd. Deputy President and Member of the Board, Daiwa Securities Business Center Co. Ltd. President and Representative Director, Daiwa Securities Business Center Co. Ltd. Outside Director of the Company (to present)	
Reason for nomination as an Outside Director candidate and outline of expected role She is selected as a Director candidate as she is expected to be fit for the position as an Outside Director who is responsible for the supervision of the management of the Company from objective and diverse viewpoints, given her extensive knowledge and experience developed through working for other companies and also from her broad expertise as a corporate manager. For the above reasons, the Company has judged that she will be able to appropriately execute her duties as Outside Director from an independent viewpoint.				



No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
7 Reelection Outside	Michihiro Nishikado (October 11 1969)	April 1993	Joined Mitsubishi Electric Corporation	—
		April 2021	General Manager, FA Systems Department, Kyushu Branch Office of Mitsubishi Electric Corporation	
		April 2022	General Manager, Equipment Planning Department, Head Office, Mitsubishi Electric Corporation	
		April 2024	Assistant General Manager of Kansai Branch Office and Manager of Equipment 1 Department of Mitsubishi Electric Corporation (to present)	
		June 2024	Outside Director of the Company (to present)	
		[Significant concurrent position] Outside Director of MANSEI CORPORATION		
Reason for nomination as an Outside Director candidate and outline of expected role He is selected as a Director candidate as he is expected to be fit for the position as an Outside Director who is responsible for the supervision of the management of the Company from an objective viewpoint because his extensive knowledge and experience developed through working for other companies would be beneficial for the management of the Company. Although he has no experience of being directly involved in corporate management, for the above reason, the Company has judged that he will be able to appropriately execute his duties as Outside Director.				

(Notes)

1. Mr. Michihiro Nishikado concurrently serves as Assistant General Manager (employee) of Kansai Branch of Mitsubishi Electric Corporation. Mitsubishi Electric Corporation is a major shareholder of the Company and has a special business relationship with the Company (Major supplier and customer).
2. No special interests exist between each of the candidates and the Company other than 1. above.
3. Messrs. Sou Ikeda and Michihiro Nishikado and Ms. Hiromi Uemura are candidates for Outside Directors.
4. Messrs. Sou Ikeda and Michihiro Nishikado and Ms. Hiromi Uemura are currently Outside Directors of the Company and three (3) years for Mr. Sou Ikeda and one (1) year for Ms. Hiromi Uemura and Mr. Michihiro Nishikado will have passed at the close of this General Meeting of Shareholders since their assumption of office as an Outside Director.
5. The Company has notified the Tokyo Stock Exchange, Inc. (TSE) that Mr. Sou Ikeda and Ms. Hiromi Uemura are independent directors as stipulated by TSE, and if their reelection is approved, the Company plans to notify TSE that Mr. Sou Ikeda and Ms. Hiromi Uemura will continue to be independent directors.
6. If the reelection of Mr. Isamu Ogura is approved, the Company, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, intends to enter into the liability limitation agreements stipulated in Article 423, Paragraph 1 of the same Act. The amount of limit of liability for damages under such contract shall be 1 million yen or the minimum liability amount provided for in Article 425, Paragraph 1 of the Companies Act, whichever is higher. In addition, if the reelection of Messrs. Sou Ikeda and Michihiro Nishikado and Ms. Hiromi Uemura is approved, the Company intends to continue the agreement with the same contents with them.
7. The Company has entered into a directors and officers liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. In the event that claims for damages are made against the insured persons arising from acts (including omission) in the course of their duties as directors and officers of the Company, the insurance contract shall compensate for damages and legal expenses to be borne by the insured persons. If the candidates are elected and assume office as Directors, they will become the insured persons under the insurance policy. The Company plans to renew the insurance contract with the same contents at the next renewal.
8. The number of shares of the Company held by each candidate includes the stocks held by each candidate in the officers shareholding association.  
(Fractional shares have been omitted.)

Proposal 2: Election of Three (3) Directors who are Audit and Supervisory Committee Members

The terms of office of all three (3) Directors who are Audit and Supervisory Committee Members will expire at the close of this General Meeting of Shareholders.

Accordingly, the election of three (3) Directors who are Audit and Supervisory Committee Members is proposed.

The Audit and Supervisory Committee and the Nominating Committee have previously given their approval to this Proposal.

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

No.	Name	Current positions and responsibilities at the Company
1	<div>Reelection</div> Yasuji Ohnishi	Director (Full-Time Audit and Supervisory Committee Member) Member of Compensation Committee
2	<div>Reelection</div> <div>Outside</div> <div>Independent</div> Shigeyuki Kawamoto	Director (Audit and Supervisory Committee Member) Chairman of Nominating Committee Member of Compensation Committee
3	<div>Reelection</div> <div>Outside</div> <div>Independent</div> Yoshinori Yamada	Director (Audit and Supervisory Committee Member) Member of Nominating Committee Chairman of Compensation Committee

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1 Reelection	Yasuji Ohnishi (November 20, 1962) 	<p>April 1986 Joined the Company</p> <p>July 2008 Manager of Sales Administration Department, Electronics Device Division</p> <p>July 2013 Manager of Sales Administration Department, Social &amp; Information Systems Division</p> <p>April 2017 Assistant General Manager of Social &amp; Information Systems Division and Manager of Sales Administration Department</p> <p>April 2019 Chief of Audit Office</p> <p>June 2021 Director (Full-Time Audit and Supervisory Committee Member) (to present)</p>	11,803
Reason for nomination as a candidate for Director who is an Audit and Supervisory Committee Member He is considered to be fit for the position as an Audit and Supervisory Committee Member who is responsible for executing audit and supervisory operations of the Company in an appropriate manner on account of his extensive experience in business operations, given his longstanding involvement in a sales administration division of the Company, and knowledge of operational audit as the Chief of Audit Office.			
2 Reelection Outside Independent	Shigeyuki Kawamoto (June 24, 1967) 	<p>April 1998 Registered as a member of Tokyo Bar Association</p> <p>October 2009 Executive Director, Enterprise Turnaround Initiative Corporation of Japan (current Regional Economy Vitalization Corporation of Japan)</p> <p>January 2013 Registered as a member of Kyoto Bar Association</p> <p>January 2013 Partner attorney, Karasuma Law Office</p> <p>June 2019 Outside Director (Audit and Supervisory Committee Member) of the Company (to present)</p> <p>April 2022 Representative attorney at law, KAWAMOTO SOGO LAW OFFICES (to present)</p> <p>[Significant concurrent position] Outside Director (Audit &amp; Supervisory Committee), Akebono Brake Industry Co., Ltd.</p>	9,368
Reason for nomination as a candidate for Outside Director who is an Audit and Supervisory Committee Member and outline of expected role He is considered to be fit for the position as an Outside Director who is an Audit and Supervisory Committee Member who is responsible for executing audit and supervisory operations of the Company in an appropriate manner from an independent standpoint, given that he is qualified as an attorney and has deep insight and extensive experience relating to law, as well as a wealth of experience as outside auditor and outside director of other companies.			
3 Reelection Outside Independent	Yoshinori Yamada (March 23, 1973) 	<p>April 2002 Registered as Certified Public Accountant</p> <p>April 2006 Joined Kawashima Sougou Kaikei</p> <p>June 2006 Registered as certified tax accountant</p> <p>July 2011 Representative Partner of Kawashima Sougou Kaikei (to present)</p> <p>June 2017 Outside Director (Audit and Supervisory Committee Member) of the Company (to present)</p> <p>[Significant concurrent positions] Outside Director (Audit and Supervisory Committee Member), FUJIX Ltd. Outside Director (Audit &amp; Supervisory Committee Member), TOSE CO., LTD.</p>	6,868
Reason for nomination as a candidate for Outside Director who is an Audit and Supervisory Committee Member and outline of expected role He is considered to be fit for the position as an Outside Director who is an Audit and Supervisory Committee Member who is responsible for executing audit and supervisory operations of the Company in an appropriate manner from an independent standpoint, given that he is qualified as a certified public accountant and certified tax accountant and has deep insight and extensive experience relating to financial and accounting affairs, as well as a wealth of business management experience as outside director of other companies.			

(Notes)

1. No special interests exist between each of the candidates and the Company.
2. Messrs. Shigeyuki Kawamoto and Yoshinori Yamada are candidates for Outside Directors.
3. Messrs. Shigeyuki Kawamoto and Yoshinori Yamada are currently Outside Directors of the Company and six (6) years and eight (8) years will have passed for Mr. Shigeyuki Kawamoto and Mr. Yoshinori Yamada, respectively, at the close of this General Meeting of Shareholders since their assumption of office as Outside Director.
4. The Company has notified the Tokyo Stock Exchange, Inc. (TSE) that Messrs. Shigeyuki Kawamoto and Yoshinori Yamada are independent directors as stipulated by TSE, and plans to notify TSE to that effect again if their reelection is approved.
5. If the reelection of Messrs. Shigeyuki Kawamoto and Yoshinori Yamada is approved, the Company, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, intends to continue the liability limitation agreements that have been concluded with them, as stipulated in Article 423, Paragraph 1 of the same Act. The amount of limit of liability for damages under such contract shall be 1 million yen or the minimum liability amount provided for in Article 425, Paragraph 1 of the Companies Act, whichever is higher.
6. The Company has entered into a directors and officers liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. In the event that claims for damages are made against the insured persons arising from acts (including omission) in the course of their duties as directors and officers of the Company, the insurance contract shall compensate for damages and legal expenses to be borne by the insured persons. If the candidates are elected and assume office as Directors who are Audit and Supervisory Committee Members, they will become insured persons under the insurance policy. The Company plans to renew the insurance contract with the same contents at the next renewal.
7. The number of shares of the Company held by each candidate includes the stocks held by each candidate in the officers shareholding association.

(Fractional shares have been omitted.)

Proposal 3: Election of Two (2) Substitute Directors who are Audit and Supervisory Committee Members

To prepare for the contingency in which the Company does not have the number of Directors who are Audit and Supervisory Committee Members required by laws and ordinances, the Company proposes to elect two (2) Substitute Directors who are Audit and Supervisory Committee Members.

The candidates for Substitute Directors who are Audit and Supervisory Committee Members are as follows. They are candidate substitutes for the three (3) candidates for Directors who are Audit and Supervisory Committee Members who will assume office as such if Proposal 2 “Election of Three (3) Directors who are Audit and Supervisory Committee Members” is approved as originally proposed. Specifically, Mr. Masanori Nishida is a candidate for substitute to fill in for Mr. Yasuji Ohnishi, and Ms. Yuko Masukawa is a candidate for substitute to fill in for Messrs. Shigeyuki Kawamoto and Yoshinori Yamada.

The period of validity of the election of such Substitute Directors who are Audit and Supervisory Committee Members will be until the commencement of the Annual General Meeting of Shareholders relating to the last fiscal year that ends within two (2) years of this General Meeting of Shareholders.

However, the election of a Director who is an Audit and Supervisory Committee Member may be revoked subject to resolution of the Board of Directors with the consent of the Audit and Supervisory Committee only before he/she assumes office.

The Audit and Supervisory Committee and the Nominating Committee have previously given their approval to this Proposal.

No.	Name (Date of birth)	Career summary and significant concurrent positions	Number of shares of the Company held
1	Masanori Nishida (March 5, 1959)	<p>April 1981    Joined the Company</p> <p>April 2005    Manager of Semiconductor Technical Development Department</p> <p>April 2006    Managing Director of Takebishi Electric Sales Shanghai Limited</p> <p>July 2011    Assistant General Manager of Electronics Device Division and Manager of Technical Development Department of the Company</p> <p>July 2013    Assistant General Manager of Electronics Device Division and Manager of Sales Administration Department</p> <p>April 2015    General Manager of Electronics Device Division</p> <p>June 2015    Executive Officer and General Manager of Electronics Device Division</p> <p>July 2015    Executive Officer, General Manager of Electronics Device Division, and President of TAKEBISHI EUROPE B.V.</p> <p>June 2017    Director &amp; Executive Officer, General Manager of Electronics Device Division, Chairman of the Board of Directors of Takebishi Electric Sales Hong Kong Limited, Chairman of the Board of Directors of Takebishi Electric Sales Shanghai Limited, and President of TAKEBISHI EUROPE B.V.</p> <p>April 2020    Director &amp; Executive Officer, General Manager of Electronics Device Division, Chairman of the Board of Directors of Takebishi Electric Sales Hong Kong Limited, Chairman of the Board of Directors of Takebishi Electric Sales Shanghai Limited, President of TAKEBISHI EUROPE B.V., and Representative Director and President of Umezawa Musen Denki Co., Ltd.</p> <p>May 2020    Director &amp; Executive Officer, and Representative Director and President of Umezawa Musen Denki Co., Ltd.</p> <p>June 2020    Retired the Company</p> <p>June 2023    Advisor of Umezawa Musen Denki co., Ltd.</p> <p>June 2024    Retired Umezawa Musen Denki Co., Ltd.</p>	18,900
Reason for nomination as a candidate for Substitute Director who is an Audit and Supervisory Committee Member He is considered to be fit for the position given that he has a thorough knowledge of the businesses of the Company based on his past experience being in charge of the management of the Company as Director of the Company and he would be able to draw on his extensive knowledge to contribute to audit and supervisory operations of the Company.			

No.	Name (Date of birth)	Career summary and significant concurrent positions		Number of shares of the Company held
2 Outside Independent	Yuko Masukawa (October 13, 1983) (Name in family register: Yuko Araki)	December 2011	Completed training at Legal Training and Research Institute of the Supreme Court	—
		December 2011	Registered as Attorney (Japan Federation of Bar Associations)	
		December 2011	Joined Masukawa Law Office (current Masukawa Sogo Law Office) (to present)	
	Reason for nomination as a candidate for Substitute Outside Director who is an Audit and Supervisory Committee Member and outline of expected role She is considered to be fit for the position given that she would be able to draw on her expert knowledge and experience, etc. as an attorney to perform audit and supervisory operations of the Company in an appropriate manner from an independent standpoint, although she has never been involved in corporate management.			

(Notes)

1. No special interests exist between Mr. Masanori Nishida and the Company.
2. The Company has entered into an agreement to retain Representative Attorney Mr. Norio Masukawa of Masukawa Sogo Law Office to which Ms. Yuko Masukawa belongs, as in-house counsel.
3. No special interests exist between Ms. Yuko Masukawa and the Company except item 2 above.
4. Ms. Yuko Masukawa is a candidate for Substitute Outside Director who is an Audit and Supervisory Committee Member.
5. The Company plans to notify the Tokyo Stock Exchange, Inc. (TSE) that Ms. Yuko Masukawa is an independent director as stipulated by TSE if she assumes office as Outside Director who is an Audit and Supervisory Committee Member.
6. If Ms. Yuko Masukawa is appointed as Outside Director who is an Audit and Supervisory Committee Member, the Company, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, intends to enter into a liability limitation agreement with her, stipulated in Article 423, Paragraph 1 of the same Act. The amount of limit of liability for damages under such contract shall be 1 million yen or the minimum liability amount provided for in Article 425, Paragraph 1 of the Companies Act, whichever is higher.
7. The Company has entered into a directors and officers liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. In the event that claims for damages are made against the insured persons arising from acts (including omission) in the course of their duties as directors and officers of the Company, the insurance contract shall compensate for damages and legal expenses to be borne by the insured persons.  
If the candidates assume office as Directors who are Audit and Supervisory Committee Members, they will become insured persons under the insurance policy.



# Skill Matrix of Directors (including Directors who are Audit and Supervisory Committee Members)

Skills that each Director possesses are as follows if Proposal 1 “Election of Seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members)” and Proposal 2 “Election of Three (3) Directors who are Audit and Supervisory Committee Members” are approved and adopted.

Directors (excluding Directors who are Audit and Supervisory Committee Members )	Outside	Independent	Corporate management Business strategy	Sales Marketing	Technology IT	HR Human resource development	Finance/ Accounting Capital policy	Legal affairs Compliance	Global issues Diversity	Sustainability ESG
Isamu Ogura			○	○		○				○
Hiroshi Okagaki			○	○	○	○				○
Kazuhiko Sakaguchi			○		○	○	○	○		
Takeshi Ohi			○	○					○	○
Sou Ikeda	●	●	○			○	○		○	
Hiromi Uemura	●	●	○	○			○		○	
Michihiro Nishikado	●		○	○					○	

Directors who are Audit and Supervisory Committee Members	Outside	Independent	Corporate management Business strategy	Sales Marketing	Technology IT	HR Human resource development	Finance/ Accounting Capital policy	Legal affairs Compliance	Global issues Diversity	Sustainability ESG
Yasuji Ohnishi			○				○	○		
Shigeyuki Kawamoto	●	●	○				○	○		○
Yoshinori Yamada	●	●	○				○	○		○