

Note: This document has been translated from a part of 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.

May 30, 2025

(Start date of measures for electronic provision: May 30, 2025)

To our shareholders:

Satoru Tanaka
Representative Director and President Executive
Officer
MAEZAWA KASEI INDUSTRIES CO., LTD.
17-10, Nihonbashi Koamicho, Chuo-ku, Tokyo

NOTICE OF THE 71ST ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are notified of the 71st Ordinary General Meeting of Shareholders of MAEZAWA KASEI INDUSTRIES CO., LTD. (the “Company”), which will be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights in advance by postal mail or via the Internet, etc.

Please exercise your voting rights after reviewing the attached Reference Documents for the General Meeting of Shareholders, by no later than 5:15 p.m., Monday, June 23, 2025 (Japan Standard Time).

Please note that we have implemented measures for electronic provision at this Ordinary General Meeting of Shareholders and have posted the content of reference documents, etc. for the General Meeting of Shareholders under “Notice of the 71st Ordinary General Meeting of Shareholders” on the following websites.

- The Company’s website:
<https://www.maezawa-k.co.jp/corporate/ir/general/> (in Japanese)

In addition to the above, the information is also posted on the following websites.

- The Portal of Shareholders’ Meeting:
<https://www.soukai-portal.net/> (in Japanese)
 - * When viewing the information on the Portal of Shareholders’ Meeting, access the above link and enter the “voting code/Portal of Shareholders’ Meeting login ID” and password that appear on the voting form or view it by scanning the QR code that appears on the voting form.
 - * QR Code is a registered trademark of DENSO WAVE INCORPORATED.
- Tokyo Stock Exchange website (Listed Company Search):
<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)
 - * When viewing the information on the Tokyo Stock Exchange website, access the above link and follow these steps: Enter “MAEZAWA KASEI INDUSTRIES” in “Issue name (company name)” or the Company’s securities code “7925” 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].”

1. Date and Time: Tuesday, June 24, 2025 at 10:00 a.m. (Reception desk opens at 9:00 a.m.) (Japan Standard Time)

2. Venue: TKP Garden City PREMIUM Kyobashi
22F, Kyobashi Edogrand, 2-2-1, Kyobashi, Chuo-ku, Tokyo

3. Purposes:

Items to be reported:

1. Business Report and Consolidated Financial Statements for the 71st Term (from April 1, 2024 to March 31, 2025), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
2. Non-Consolidated Financial Statements for the 71st Term (from April 1, 2024 to March 31, 2025)

Items to be resolved:

- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Partial Amendment to the Articles of Incorporation
- Proposal 3:** Election of four (4) Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members)
- Proposal 4:** Election of four (4) Directors Who Serve as Audit and Supervisory Committee Members
- Proposal 5:** Setting of Amount of Compensation for Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members)
- Proposal 6:** Setting of Amount of Compensation for Directors Who Serve as Audit and Supervisory Committee Members
- Proposal 7:** Determination of Amount and Content of Performance-based Stock Compensation, etc. for Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members)

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

Matters related to year-end dividend

The Company has adopted a basic policy regarding the profit distribution of proactive returning profits to shareholders, while securing the capital needed for the investments that will ensure sustainable growth and gains in medium- and long-term corporate value. Comprehensively considering the performance and financial conditions, the Company has positioned meeting its responsibility to provide high income and high dividends to shareholders while maintaining a stable business foundation as one important objective in management.

The Company proposes a year-end ordinary dividend for this term of 39 yen per share; when combined with the interim dividends of 30 yen, this brings a total dividend of 69 yen per share for the year.

- (1) Type of dividend property
Cash
- (2) Allocation of dividend property and total amount thereof
39 yen per common share of the Company
Total amount of dividends: 582,498,384 yen
- (3) Effective date of distribution of dividends of surplus
June 25, 2025

Proposal 2: Partial Amendment to the Articles of Incorporation

1. Reasons for the amendment

By granting the rights to vote at the Board of Directors meetings to Directors (including Outside Directors) who serve as Audit and Supervisory Committee Members, the Company intends to strengthen their auditing and supervisory functions, further enhance the corporate governance system, and invigorate discussions on corporate strategies and other matters aimed at increasing our corporate value. For these purposes, the Company will transition to a Company with an Audit and Supervisory Committee. Along with the transition, the Company will make required changes to the Articles of Incorporation by establishing new rules regarding the Audit and Supervisory Committee and Audit and Supervisory Committee Members and abolishing rules regarding the Audit & Supervisory Board and Audit & Supervisory Board Members.

In addition, due to changes in the Executive Officer System, etc., the President has been appointed as an Executive Officer, and therefore, provisions regarding Executive Directors will be amended.

Furthermore, in conjunction with the above changes, necessary amendments will be made to the number of articles and the content of provisions.

2. Details of the amendments

The details of the amendments are as follows.

This proposal shall take effect at the conclusion of this general meeting.

<Articles of Incorporation>

(Amended parts are underlined.)

| Current Provisions | Proposed Modifications |
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| <p>(Organs)</p> <p>Article 4 The Company shall establish the following organs, in addition to the General Meeting of Shareholders and Directors:</p> <p>(1) Board of Directors</p> <p>(2) <u>Audit and Supervisory Board Members</u></p> <p>(3) <u>Audit and Supervisory Board</u></p> <p>(4) Accounting Auditor.</p> | <p>(Organs)</p> <p>Article 4 The Company shall establish the following organs, in addition to the General Meeting of Shareholders and Directors:</p> <p>(1) Board of Directors</p> <p>(2) <u>Audit and Supervisory Committee</u></p> <p><Deleted></p> <p>(3) Accounting Auditor.</p> |
| <p>(Shareholder register administrator)</p> <p>Article 11</p> <p>1. (Omitted)</p> <p>2. The shareholder register administrator and its business handling office shall be decided by resolution of the Board of Directors.</p> <p>3. (Omitted)</p> | <p>(Shareholder register administrator)</p> <p>Article 11</p> <p>1. (Unchanged)</p> <p>2. The shareholder register administrator and its business handling office shall be decided by resolution of the Board of Directors <u>or by a Director delegated by resolution of the Board of Directors.</u></p> <p>3. (Unchanged)</p> |
| <p>(Share Handling Rules)</p> <p>Article 12 The procedures relating to the exercise of rights of shareholders and other handling relating to shares of the Company, and fees therefor shall be governed by the Share Handling Rules established by the Board of Directors, as well as by laws and regulations or these Articles of Incorporation.</p> | <p>(Share Handling Rules)</p> <p>Article 12 The procedures relating to the exercise of rights of shareholders and other handling relating to shares of the Company, and fees therefor shall be governed by the Share Handling Rules established by the Board of Directors <u>or a Director delegated by resolution of the Board of Directors,</u> as well as by laws and regulations or these Articles of Incorporation.</p> |

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| <p>(Person authorized to convene meetings and chair thereof) Article 15</p> <ol style="list-style-type: none"> 1. A General Meeting of Shareholders of the Company shall be convened by <u>the President and Director</u> in accordance with a resolution of the Board of Directors. 2. A General Meeting of Shareholders of the Company shall be presided over by <u>the President and Director</u>. In cases where <u>the President and Director</u> is unable to so act, another <u>Director</u> shall take his or her place in the order previously determined by the Board of Directors. | <p>(Person authorized to convene meetings and chair thereof) Article 15</p> <ol style="list-style-type: none"> 1. A General Meeting of Shareholders of the Company shall be convened by <u>the President</u> in accordance with a resolution of the Board of Directors. 2. A General Meeting of Shareholders of the Company shall be presided over by <u>the President</u>. In cases where <u>the President</u> is unable to so act, another <u>person</u> shall take his or her place in the order previously determined by the Board of Directors. |
| <p>(Number of Directors) Article 20</p> <p>The Company shall have not more than <u>ten (10)</u> Directors. <Newly Established></p> | <p>(Number of Directors) Article 20</p> <ol style="list-style-type: none"> 1. The Company shall have not more than <u>twelve (12)</u> Directors. 2. <u>Among the Directors in the preceding paragraph, the number of Directors who serve as Audit and Supervisory Committee Members shall not be more than seven (7).</u> |
| <p>(Method of election) Article 21</p> <ol style="list-style-type: none"> 1. (Omitted) <Newly Established> 2. (Omitted) | <p>(Method of election) Article 21</p> <ol style="list-style-type: none"> 1. <u>(Unchanged)</u> 2. <u>The election of Directors as prescribed in the preceding paragraph shall be made separately for Directors who serve as Audit and Supervisory Committee Members and for the other Directors.</u> 3. <u>(Unchanged)</u> |
| <p>(Term of office) Article 22</p> <p><u>Directors' terms of office shall expire at the conclusion of the Ordinary General Meeting of Shareholders for the last business year which ends within one (1) year from the time of their election.</u></p> <p><Newly Established></p> <p><Newly Established></p> | <p>(Term of office) Article 22</p> <ol style="list-style-type: none"> 1. <u>The terms of office of Directors (excluding Directors who serve as Audit and Supervisory Committee Members) shall expire at the conclusion of the Ordinary General Meeting of Shareholders for the last business year which ends within one (1) year from the time of their election.</u> 2. <u>The terms of office of Directors who serve as Audit and Supervisory Committee Members shall expire at the conclusion of the Ordinary General Meeting of Shareholders for the last business year which ends within two (2) years from the time of their election.</u> 3. <u>The term of office of a Director who serves as an Audit and Supervisory Committee Member elected as a substitute for a Director who served as</u> |

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| <Newly Established> | <p><u>an Audit and Supervisory Committee Member and retired before the end of his or her term shall expire at the end of the term of the retired Director.</u></p> <p>4. <u>A resolution for the election of a substitute Director who serves as an Audit and Supervisory Committee Member elected pursuant to Article 329, Paragraph 3 of the Companies Act shall remain in effect until the beginning of the Ordinary General Meeting of Shareholders for the last business year which ends within two (2) years from the time of his or her election unless shortened by the resolution.</u></p> |
| <p>(Appointment of Representative Directors)</p> <p>Article 23 The Company shall, by resolution of the Board of Directors, appoint Directors who shall represent the Company.</p> | <p>(Appointment of Representative Directors)</p> <p>Article 23 The Company shall, by resolution of the Board of Directors, appoint Directors who shall represent the Company <u>from among Directors (excluding Directors who serve as Audit and Supervisory Committee Members).</u></p> |
| <p>(Directors with titles)</p> <p>Article 24</p> <p>1. <u>The President and Director shall be appointed by the Board of Directors.</u></p> <p>2. <u>The Chairperson and Director shall be appointed by the Board of Directors.</u></p> | <p>(Directors with titles)</p> <p>Article 24</p> <p><u>The Board of Directors may, by its resolution, appoint the Chairman and Director from among Directors (excluding Directors who serve as Audit and Supervisory Committee Members)</u></p> <p><Deleted></p> |
| <p>(Notice of convocation of Board of Directors meetings)</p> <p>Article 25 Notice of convocation of a Board of Directors meeting shall be dispatched to each Director <u>and each Audit and Supervisory Board Member</u> no later than three (3) days prior to the day of the meeting; provided, however, that this period of notice may be shortened if it is urgently necessary.</p> | <p>(Notice of convocation of Board of Directors meetings)</p> <p>Article 25 Notice of convocation of a Board of Directors meeting shall be dispatched to each Director no later than three (3) days prior to the day of the meeting; provided, however, that this period of notice may be shortened if it is urgently necessary.</p> |
| <p>(Person authorized to convene Board of Directors meetings and chair thereof)</p> <p>Article 26</p> <p>1. (Omitted)</p> <p>2. In cases where <u>the Director determined in the provision above</u> is unable to so act, <u>another Director</u> shall take his or her place in the order previously determined by the Board of Directors.</p> | <p>(Person authorized to convene Board of Directors meetings and chair thereof)</p> <p>Article 26</p> <p>1. (Unchanged)</p> <p>2. In cases where <u>the Director prescribed in the preceding paragraph</u> is unable to so act, <u>another person</u> shall take his or her place in the order previously determined by the Board of Directors.</p> |

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| <Newly Established> | <p><u>(Delegation of decisions on the execution of important operations)</u></p> <p><u>Article 28</u> Pursuant to the provisions of Article 399-13, Paragraph 6 of the Companies Act, the Company may, by resolution of the Board of Directors, delegate to Directors all or part of the decisions on the execution of important operations (excluding the matters set forth in each item of Paragraph 5 of the same Article).</p> |
| Article 28 Article 29 (Omitted) | Article 29 Article 30(Unchanged) |
| <p>(Minutes of Board of Directors meetings)</p> <p><u>Article 30</u></p> <ol style="list-style-type: none"> 1. The outline of businesses, results of the Board of Directors meetings and other items required by laws and regulations shall be stated in the minutes, either in writing or electronically, affixed with the names and seals or electronically signed by the Directors and Audit and Supervisory Board Members present at the meetings, and preserved at the Company. 2. (Omitted) | <p>(Minutes of Board of Directors meetings)</p> <p><u>Article 31</u></p> <ol style="list-style-type: none"> 1. The outline of businesses, results of the Board of Directors meetings and other items required by laws and regulations shall be stated in the minutes, either in writing or electronically, affixed with the names and seals of, or electronically signed by, the Directors present at the meetings, and preserved at the Company. 2. (Unchanged) |
| <p>(Remunerations)</p> <p><u>Article 31</u> The economic benefits received from the Company as a consideration for the execution of the duties, such as remunerations and bonuses, (hereinafter referred to as “Remunerations”) of Directors shall be fixed by resolution of a General Meeting of Shareholders.</p> | <p>(Remunerations)</p> <p><u>Article 32</u> The economic benefits received from the Company as a consideration for the execution of the duties of Directors, such as remunerations and bonuses, shall be fixed by resolution of a General Meeting of Shareholders separately for Directors who serve as Audit and Supervisory Committee Members and for the other Directors.</p> |
| Article 32 (Omitted) | Article 33(Unchanged) |
| Chapter V. <u>Audit and Supervisory Board Members and Audit and Supervisory Board</u> | Chapter V. <u>Audit and Supervisory Committee</u> |
| <p>(Number of Audit and Supervisory Board Members)</p> <p><u>Article 33</u> The Company shall have not more than five (5) Audit and Supervisory Board Members.</p> | <Deleted> |
| <p>(Method of election)</p> <p><u>Article 34</u> Audit and Supervisory Board Members of the Company shall be elected by resolution adopted by a majority of the voting rights of the shareholders present at the General Meeting of Shareholders where the shareholders holding in aggregate one third (1/3) or more of the voting rights of all the shareholders who are entitled to exercise their voting rights are present.</p> | <Deleted> |

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| <p><u>(Term of office)</u></p> <p><u>Article 35</u></p> <p>1. <u>Audit and Supervisory Board Members' terms of office shall expire at the conclusion of the Ordinary General Meeting of Shareholders for the last business year which ends within four (4) years from the time of their election.</u></p> <p>2. <u>The term of office of an Audit and Supervisory Board Member who is elected to fill a vacancy of an Audit and Supervisory Board Member who retired from office before the expiration of the term of office, shall expire at the time at which the term of office of the retired Audit and Supervisory Board Member would have expired.</u></p> | <p><Deleted></p> <p><Deleted></p> |
| <p><u>(Full-time Audit and Supervisory Board Members)</u></p> <p><u>Article 36</u> <u>The Audit and Supervisory Board shall, by its resolution, appoint full-time Audit and Supervisory Board Members.</u></p> | <p><u>(Full-time Audit and Supervisory Committee Members)</u></p> <p><u>Article 34</u> <u>The Audit and Supervisory Committee may, by its resolution, appoint full-time Audit and Supervisory Committee Members.</u></p> |
| <p><u>(Notice of convocation of Audit and Supervisory Board meetings)</u></p> <p><u>Article 37</u> <u>Notice of convocation of an Audit and Supervisory Board meeting shall be dispatched to each Audit and Supervisory Board Member no later than three (3) days prior to the day of the meeting; provided, however, that this period of notice may be shortened if it is urgently necessary.</u></p> | <p><u>(Notice of convocation of Audit and Supervisory Committee meetings)</u></p> <p><u>Article 35</u> <u>Notice of convocation of an Audit and Supervisory Committee meeting shall be dispatched to each Audit and Supervisory Committee Member no later than three (3) days prior to the day of the meeting; provided, however, that this period of notice may be shortened if it is urgently necessary.</u></p> |
| <p><u>(Resolutions by Audit and Supervisory Board)</u></p> <p><u>Article 38</u> <u>Unless otherwise provided for in laws and regulations, a resolution by the Audit and Supervisory Board shall be adopted by a majority of all the Audit and Supervisory Board Members.</u></p> | <p><u>(Resolutions by the Audit and Supervisory Committee)</u></p> <p><u>Article 36</u> <u>A resolution by the Audit and Supervisory Committee shall be adopted by a majority vote of the Audit and Supervisory Committee Members who are entitled to participate in the resolution, provided that a majority of such members are present.</u></p> |
| <p><u>(Rules of the Audit and Supervisory Board)</u></p> <p><u>Article 39</u> <u>Matters regarding the Audit and Supervisory Board shall be governed by, in addition to laws and regulations and these Articles of Incorporation, the Rules of the Audit and Supervisory Board established by the Audit and Supervisory Board.</u></p> | <p><u>(Rules of the Audit and Supervisory Committee)</u></p> <p><u>Article 37</u> <u>Matters regarding the Audit and Supervisory Committee shall be governed by, in addition to laws and regulations and these Articles of Incorporation, the Rules of the Audit and Supervisory Committee established by the Audit and Supervisory Committee.</u></p> |
| <p><u>(Minutes of Audit and Supervisory Board meetings)</u></p> <p><u>Article 40</u> <u>The outline of businesses, results of</u></p> | <p><u>(Minutes of Audit and Supervisory Committee meetings)</u></p> <p><u>Article 38</u> <u>The outline of businesses, results of</u></p> |

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| <p><u>the Audit and Supervisory Board</u> meetings and other items required by laws and regulations shall be stated in the minutes, either in writing or electronically, affixed with the names and seals or electronically signed by <u>the Audit and Supervisory Board Members</u> present at the meetings, and preserved at the Company.</p> | <p><u>the Audit and Supervisory Committee</u> meetings and other items required by laws and regulations shall be stated in the minutes, either in writing or electronically, affixed with the names and seals of, or electronically signed by, <u>the Audit and Supervisory Committee Members</u> present at the meetings, and preserved at the Company.</p> |
| <p>(Remunerations) Article 41 <u>Remunerations for Audit and Supervisory Board Members shall be fixed by resolution of a General Meeting of Shareholders.</u></p> | <p><Deleted></p> |
| <p>(Limited liability agreements concluded with Audit and Supervisory Board Members) Article 42 <u>Company may execute a contract limiting the liability for damages prescribed in Article 423, Paragraph 1 of the Companies Act to the limit prescribed by laws and regulations with Audit and Supervisory Board Members pursuant to Article 427, Paragraph 1 of the Companies Act.</u></p> | <p><Deleted></p> |
| <p>Article 43(Omitted)</p> | <p>Article 39(Unchanged)</p> |
| <p>(Term of office) Article 44 1. (Omitted) 2. Unless otherwise resolved at the Ordinary General Meeting of Shareholders under the preceding Paragraph, Accounting Auditor shall be deemed to have been re-elected at such Ordinary General Meeting of Shareholders.</p> | <p>(Term of office) Article 40 1. (Unchanged) 2. (No change/Same as present)</p> |
| <p>Article 45-48 (Omitted)</p> | <p>Article 41-44(Unchanged)</p> |

Proposal 3: Election of four (4) Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members)

The term will expire for all six (6) Directors at the conclusion of this Ordinary General Meeting of Shareholders. The Company will transition to a Company with an Audit and Supervisory Committee, subject to a resolution approving Proposal 2 “Partial Amendment to the Articles of Incorporation.”

Thus, the Company proposes that four (4) Directors following the transition to a Company with an Audit and Supervisory Committee (excluding Directors who serve as Audit and Supervisory Committee Members, the same applies hereinafter in this proposal) be elected.

This proposal shall take effect at the same time as Proposal 2 “Partial Amendment to the Articles of Incorporation” takes effect.

The candidates for Director are as follows:

| No. | Name | Current position, responsibilities, etc. in the Company | Attendance at the Board of Directors meetings during this fiscal year (Attendance Rate) |
|-----|--|--|---|
| 1 | Satoru Tanaka Male [Reelection] | Representative Director and President Executive Officer Chair of the Board | 18/18 (100%) |
| 2 | Junichi Kubo Male [Reelection] | Chairperson of the Board | 18/18 (100%) |
| 3 | Iwao Saito Male [Reelection] | Director Senior Executive Officer, Chief of Administration Headquarters | 18/18 (100%) |
| 4 | Junichi Kondo Male [Reelection] [Outside Director] [Independent officer] | Outside Director (Independent officer) Chair of the Management Advisory Committee | 16/18 (89%) |

[Reelection]: Candidate for reelection as Director

[Outside Director]: Candidate for Outside Director

[Independent officer]: Candidate for Independent officer

- Notes:
1. “Number of the Company’s shares owned” on the pages of candidates is the number of shares owned as of March 31, 2025.
 2. With regard to age on the pages of candidates, their age as of the conclusion of this Ordinary General Meeting of Shareholders has been stated.
 3. Junichi Kondo is a candidate for Outside Director and meets the Company’s own independence requirements for independent officers based on the independence requirements prescribed by the Tokyo Stock Exchange, and if his reelection is approved and adopted, the Company plans to continue to register him as an independent officer as prescribed by the Tokyo Stock Exchange.
 4. The Company entered into an agreement with Junichi Kondo limiting his liabilities under Article 423, Paragraph 1 of the Companies Act in accordance with Article 427, Paragraph 1 of that Act and Article 32 of the current Articles of Incorporation. The maximum amount of liability pursuant to that agreement is the minimum amount specified in Article 425, Paragraph 1 of the Companies Act, and if his reelection is approved and adopted, the Company will maintain the agreement.
 5. The Company has not entered into any agreement with each of the Directors, in accordance with Article 430-2, Paragraph 1 of the Companies Act, and has no plans to do so.
 6. The Company entered into a Directors and Officers liability insurance agreement with an insurance company in accordance with Article 430-3, Paragraph 1 of the Companies Act. The outline of said agreement is as provided in “Matters concerning Officers of the Company, (4) Outline, etc. of details of the Directors and Officers liability insurance agreement” in the items excluded from the paper-based documents delivered (in Japanese only). If the election of any of the candidates for Director is approved and adopted, he/she will be included in the insured in said insurance agreement. In addition, at the next renewal of said insurance agreement, the Company plans to do so with the same conditions.

| No. | Name (Date of birth) | Career summary, position and responsibilities in the Company | Number of the Company's shares owned |
|---|--|---|--------------------------------------|
| 1 | <p>Satoru Tanaka (Date of birth: April 25, 1969, 56 years old)</p> <p>[Reelection]</p> <p>[Term of office] 3 years</p> <p>[Attendance at the Board of Directors meetings] 18/18 (100%)</p> | <p>Apr. 1996 Joined the Company</p> <p>Apr. 2014 Deputy General Manager of Aquatic Environment Marketing Department, Aquatic Environment Division of the Company</p> <p>July 2016 General Manager of Aquatic Environment Department, Aquatic Environment Division of the Company</p> <p>May 2019 General Manager of Aquatic Environment Division and General Manager of Aquatic Environment Department of the Company</p> <p>Apr. 2020 Executive Officer, General Manager of Aquatic Environment Division, and General Manager of Aquatic Environment Department of the Company</p> <p>Apr. 2021 Senior Executive Officer, Chief of Marketing Headquarters of the Company</p> <p>June 2022 Director and Senior Executive Officer, Chief of Marketing Headquarters of the Company</p> <p>Nov. 2022 Director of JOYOSUIDOKOGYO CO., LTD</p> <p>Apr. 2023 Director and Senior Executive Officer, Chief of Marketing Headquarters and General Manager of Aquatic Environment Department of the Company</p> <p>Apr. 2025 Representative Director and President Executive Officer of the Company (present position)</p> <p>Significant concurrent positions outside the Company There is no significant concurrent position outside the Company.</p> | 4,100 |
| <p>Reasons for nomination as candidate for Director As Chief of Marketing Headquarters, Satoru Tanaka has contributed to the improvement of the sales and profit of the Pipes and Engineering Plastic segment and the improvement of the Group's revenue by revising product prices to reflect higher product costs stemming from raw materials inflation. The Board of Directors has nominated him as a candidate for Director again in the expectation that he will take the lead in achieving the goals of the new medium-term management plan "SHIFT 2026" by expanding the business domains of the Water/Environmental Engineering segment and enhancing the overseas expansion, and in doing so contribute to further improving the Group's corporate value.</p> | | | |
| <p>Special interests between the candidate and the Company There is no special interest.</p> | | | |

| No. | Name (Date of birth) | Career summary, position and responsibilities in the Company | Number of the Company's shares owned |
|---|--|--|--------------------------------------|
| 2 | <p>Junichi Kubo (Date of birth: September 26, 1958, 66 years old)</p> <p>[Reelection]</p> <p>[Term of office] 12 years</p> <p>[Attendance at the Board of Directors meetings] 18/18 (100%)</p> | <p>Sept. 1991 Joined the Company</p> <p>Apr. 2009 Tokyo Branch General Manager and Deputy General Manager of Marketing Planning Department, Marketing Headquarters of the Company</p> <p>Apr. 2010 Tokyo Branch General Manager and General Manager of Wide-area Special Sales and Marketing Department, Marketing Headquarters of the Company</p> <p>June 2012 Executive Officer, Deputy Chief of Marketing Headquarters, Tokyo Branch General Manager, and General Manager of Wide-area Special Sales and Marketing Department of the Company</p> <p>Apr. 2013 Executive Officer, Deputy Chief of Marketing Headquarters of the Company</p> <p>June 2013 Director and Executive Officer, Chief of Marketing Headquarters of the Company</p> <p>Apr. 2014 Director and Executive Officer, Chief of Marketing Headquarters and General Manager of Marketing Administration Department of the Company</p> <p>June 2016 Director and Managing Executive Officer, Chief of Marketing Headquarters and General Manager of Marketing Administration Department of the Company</p> <p>June 2017 Director responsible for management of NIIGATA MOLDING CO., LTD.</p> <p>Apr. 2018 Director and Managing Executive Officer, Chief of Marketing Headquarters of the Company</p> <p>May 2019 Director responsible for Aquatic Environment and Managing Executive Officer, Chief of Marketing Headquarters of the Company</p> <p>Apr. 2021 President and Representative Director of the Company</p> <p>Apr. 2025 Chairperson of the Board of the Company (present position)</p> <p>Significant concurrent positions outside the Company There is no significant concurrent position outside the Company.</p> | 16,300 |
| <p>Reasons for nomination as candidate for Director Having served as Representative Director, Junichi Kubo has experience and insight into the execution of operations and has led the Company's management to achieve the targets of the previous medium-term management plan "Look Forward 2023." The Board of Directors has nominated him as a candidate for Director again in the expectation that he will take the lead in smooth transition to a Company with an Audit and Supervisory Committee to enhance corporate governance and that he will advise and support the President under the new system.</p> | | | |
| <p>Special interests between the candidate and the Company There is no special interest.</p> | | | |

| No. | Name (Date of birth) | Career summary, position and responsibilities in the Company | Number of the Company's shares owned |
|---|--|--|--------------------------------------|
| 3 | <p>Iwao Saito (Date of birth: November 5, 1964, 60 years old)</p> <p>[Reelection]</p> <p>[Term of office] 2 years</p> <p>[Attendance at the Board of Directors meetings] 18/18(100%)</p> | <p>Apr. 1988 Joined The Kyowa Bank, Ltd. (currently Resona Bank, Limited)</p> <p>Jan. 2014 General Manager of the Third Section of the Shintoshin Sales Department of Resona Bank, Limited</p> <p>Oct. 2017 General Manager of the Pension Administration Department of Resona Bank, Limited</p> <p>May 2019 General Manager of Accounting Department of the Company</p> <p>Apr. 2020 Executive Officer, General Manager of Accounting Department of the Company</p> <p>Apr. 2021 Executive Officer, General Manager of Corporate Planning Department of the Company</p> <p>June 2021 Audit & Supervisory Board Member of NIIGATA MOLDING CO., LTD. (present position)</p> <p>Feb. 2022 Executive Officer, Deputy Chief of Administration Headquarters, General Manager of Accounting Department and General Manager of Corporate Planning Department of the Company</p> <p>Apr. 2022 Senior Executive Officer, Chief of Administration Headquarters responsible for Internal Control and Investor Relations and General Manager of Accounting Department of the Company</p> <p>Nov. 2022 Audit & Supervisory Board Member of JOYOSUIDOKOGYO CO., LTD. (present position)</p> <p>June 2023 Director responsible for Internal Control and Investor Relations, Senior Executive Officer, Chief of Administration Headquarters and General Manager of Accounting Department of the Company</p> <p>Apr. 2025 Director and Senior Executive Officer, Chief of Administration Headquarters of the Company (present position)</p> <p>Significant concurrent positions outside the Company Audit & Supervisory Board Member of NIIGATA MOLDING CO., LTD. Audit & Supervisory Board Member of JOYOSUIDOKOGYO CO., LTD.</p> | 2,400 |
| <p>Reasons for nomination as candidate for Director With extensive experience in various fields at a financial institution, since joining the Company Iwao Saito has served as Senior Executive Officer and the Chief of Administration Headquarters, being responsible for internal control and investor relations. He has promoted various reforms to the human resources system. Through these efforts and others, he has been contributing to the improvement of the Company's corporate value. The Board of Directors has nominated him as a candidate for Director again, expecting that he will utilize his knowledge and experience to construct a framework that enables diverse work styles and secures the human resources necessary to achieve the targets of the new medium-term management plan "SHIFT 2026," thereby contributing to improving the Group's corporate value.</p> | | | |
| <p>Special interests between the candidate and the Company There is no special interest.</p> | | | |

| No. | Name (Date of birth) | Career summary, position and responsibilities in the Company | | Number of the Company's shares owned |
|---|--|--|---|--------------------------------------|
| 4 | Junichi Kondo (Date of birth: September 6, 1950, 74 years old) | Apr. 1973 | Joined the Export-Import Bank of Japan (currently Japan Bank for International Cooperation) | |
| | [Reelection] | Oct. 2005 | Member of the Board of Japan Bank for International Cooperation | |
| | [Outside Director] | Oct. 2007 | Advisor of Japan Bank for International Cooperation | |
| | [Independent officer] | Jan. 2008 | Advisor to Tokyo Electric Power Company Holdings, Inc. | |
| | [Term of office] 3 years (Term of office including that as an Audit & Supervisory Board Member: 14 years) | June 2011 | Outside Audit & Supervisory Board Member of the Company | |
| | | Feb. 2012 | Advisor to ITOCHU Corporation | |
| | | Jan. 2015 | President (Chief Executive Officer) of the Japan Institute for Overseas Investment | |
| | | Feb. 2015 | Auditor of Engineering Advancement Association of Japan | |
| | | June 2016 | Outside Audit & Supervisory Board Member of Sumitomo Metal Mining Co., Ltd. | |
| | | June 2022 | Outside Director of the Company (present position) | |
| | Significant concurrent positions outside the Company There is no significant concurrent position outside the Company. | | | |
| Reasons for nomination as candidate for Outside Director and overview of expected roles Junichi Kondo attended meetings of the Board of Directors of the Company as an Outside Audit & Supervisory Board Member until 2022, making positive contributions through the use of his extensive knowledge and wealth of experience gained as a member of the management team of Japan Bank for International Cooperation. He has been an Outside Director since 2022, providing relevant oversight for the execution of operations and making decisions on important management matters utilizing his substantial experience. The Board of Directors has again nominated him as a candidate for Outside Director for the expectation that he will utilize his insights of corporate management and administration to contribute to management decisions as an Outside Director. | | | | |
| Special interests between the candidate and the Company There is no special interest. | | | | |

Proposal 4: Election of four (4) Directors Who Serve as Audit and Supervisory Committee Members

The Company will transition to a Company with an Audit and Supervisory Committee, subject to a resolution approving Proposal 2 “Partial Amendment to the Articles of Incorporation.” Along with the transition, the Company proposes that four (4) Directors who serve as Audit and Supervisory Committee Members be elected.

This proposal shall take effect at the same time as Proposal 2 “Partial Amendment to the Articles of Incorporation” takes effect.

The candidates for Audit and Supervisory Committee Member are as follows. The consent of the Audit & Supervisory Board has been obtained for this proposal.

| No. | Name | Current position, etc. in the Company | Attendance at the Board of Directors meetings during this fiscal year (Attendance Rate) | Attendance at the Audit and Supervisory Board during this fiscal year (Attendance Rate) |
|-----|---|---|---|---|
| 1 | Masahiro Ito Male [New election] | Full-time Audit & Supervisory Board Member | 18/18 (100%) | 17/17 (100%) |
| 2 | Mami Kato Female [New election] [Outside Director] [Independent officer] | Outside Director Member of the Management Advisory Committee | 18/18 (100%) | — |
| 3 | Masami Shinozaki Male [New election] [Outside Director] [Independent officer] | Outside Audit & Supervisory Board Member Member of the Management Advisory Committee | 17/18 (94%) | 16/17 (94%) |
| 4 | Tatsuya Kato Male [New election] [Outside Director] [Independent officer] | Outside Audit & Supervisory Board Member Member of the Management Advisory Committee | 18/18 (100%) | 17/17 (100%) |

[New election]: Candidate for new appointment as Director who serves as an Audit and Supervisory Committee Member

[Outside Director]: Candidate for Outside Director

[Independent officer]: Candidate for Independent officer

- Notes:
1. “Number of the Company’s shares owned” on the pages of candidates is the number of shares owned as of March 31, 2025.
 2. With regard to age on the pages of candidates, their age as of the conclusion of this Ordinary General Meeting of Shareholders has been stated.
 3. Mami Kato, Masami Shinozaki, and Tatsuya Kato are candidates for Outside Director and meet the Company’s own independence requirements for an independent officer based on the independence requirements prescribed by the Tokyo Stock Exchange. If their election is approved and adopted, the Company plans to continue to register them as independent officers with the Tokyo Stock Exchange.
 4. The Company may enter into an agreement with Mami Kato, Masami Shinozaki, and Tatsuya Kato limiting their liabilities under Article 423, Paragraph 1 of the Companies Act in accordance with Article 427, Paragraph 1 of that Act and Article 32 or Article 42 of the current Articles of Incorporation. The maximum amount of liability pursuant to that agreement is the minimum amount specified in Article 425, Paragraph 1 of the Companies Act, and if their election is approved and they assume the office of Director who serves as an Audit and Supervisory Committee Member, the Company plans to enter into an agreement equivalent to the aforementioned agreement with them.
 5. The Company has not entered into any agreement with each of the Directors and Audit & Supervisory Board Members, in accordance with Article 430-2, Paragraph 1 of the Companies Act, and has no plans to do so.

6. The Company entered into a Directors and Officers liability insurance agreement with an insurance company in accordance with Article 430-3, Paragraph 1 of the Companies Act. The outline of said agreement is as provided in “Matters concerning Officers of the Company, (4) Outline, etc. of details of the Directors and Officers liability insurance agreement” in the items excluded from the paper-based documents delivered (in Japanese only). If the election of candidates for Director who serves as an Audit and Supervisory Committee Member is approved and they assume the office, they will be included in the insured in said insurance agreement. In addition, at the next renewal of said insurance agreement, the Company plans to do so with the same conditions.
7. At VISIONARYHOLDINGS CO., LTD. (hereinafter “VH”), where Mami Kato served as Outside Director and Audit & Supervisory Board Member until January 2024, in May 2023 it was discovered that VH was outsourcing work to a company that was managed by the de facto influence of the former President and Representative Director of VH, potentially contrary to the interest of VH. It was also discovered that there was overbilling due to mistaken operations in the medical assistance application for the price of glasses in welfare sales. Also, in July 2023, it was discovered that there was improper sales and expense accounting and manipulation of the timing of the booking of sales and cost of sales, such as replacing personnel expenses or swapping sales attributed to business trip visits with unprofitable store sales, etc. Ms. Kato was not aware of each circumstance until they were discovered. However, during her term, she performed her duties appropriately, such as offering opinions in the Board of Directors meetings from a perspective of legal compliance and urging caution, etc. Also, after discovering each incident, she led investigations as an Outside Director and Audit & Supervisory Board Member. She fulfilled the responsibilities of her position by offering advice as needed on compliance with laws and regulations and measures to prevent recurrence.

| No. | Name (Date of birth) | Career summary and position in the Company | Number of the Company's shares owned |
|---|---|---|--------------------------------------|
| 1 | <p>Masahiro Ito (Date of birth: May 30, 1961, 64 years old)</p> <p>[New election]</p> <p>[Term of office as an Audit & Supervisory Board Member] 4 years (Term of office including that as a Director: 11 years)</p> <p>[Attendance at the Board of Directors meetings] 18/18 (100%)</p> <p>[Attendance at the Audit & Supervisory Board meetings] 17/17 (100%)</p> | <p>Apr. 1984 Joined the Company</p> <p>Apr. 2010 Deputy General Manager of General Affairs Department, Administration Headquarters of the Company</p> <p>Apr. 2012 General Manager of General Affairs Department, Administration Headquarters of the Company</p> <p>June 2013 Executive Officer, General Manager of General Affairs Department, Administration Headquarters of the Company</p> <p>June 2014 Director and Executive Officer, Chief of Administration Headquarters responsible for Internal Control and General Manager of General Affairs Department of the Company</p> <p>June 2015 Director and Executive Officer, Chief of Administration Headquarters responsible for Internal Control and Investor Relations, and General Manager of General Affairs Department of the Company</p> <p>Apr. 2016 Director and Executive Officer, Chief of Administration Headquarters responsible for Internal Control and Investor Relations of the Company</p> <p>June 2016 Director responsible for Internal Control and Investor Relations and Executive Officer, Chief of Administration Headquarters and General Manager of Information System Department of the Company</p> <p>Apr. 2017 Director responsible for Internal Control and Investor Relations and Senior Executive Officer, Chief of Administration Headquarters of the Company</p> <p>Apr. 2021 Director responsible for Internal Control and Investor Relations of the Company</p> <p>June 2021 Full-time Audit & Supervisory Board Member of the Company (present position)</p> <p>Significant concurrent positions outside the Company There is no significant concurrent position outside the Company.</p> | 14,100 |
| <p>Reasons for nomination as candidate for Director who serves as an Audit and Supervisory Committee Member As a full-time Audit & Supervisory Board Member, Masahiro Ito has worked to ensure cooperation between the Audit & Supervisory Board and the Board of Directors. In conjunction with the transition to a Company with an Audit and Supervisory Committee, the Board of Directors has nominated him as a candidate for Director who serves as an Audit and Supervisory Committee Member in the expectation that he will utilize his insight to ensure the smooth operation of the Audit and Supervisory Committee under the new organizational structure as a full-time Director who serves as an Audit and Supervisory Committee Member.</p> | | | |
| <p>Special interests between the candidate and the Company There is no special interest.</p> | | | |

| No. | Name (Date of birth) | Carrer summary, position and responsibilities in the Company | Number of the Company's shares owned |
|---|---|---|--------------------------------------|
| 2 | <p>Mami Kato (Date of birth: May 7, 1963, 62 years old)</p> <p>[New election]</p> <p>[Outside Director]</p> <p>[Independent officer]</p> <p>[Term of office as a Director] 9 years</p> <p>[Attendance at the Board of Directors meetings] 18/18 (100%)</p> <p>[Attendance at the Management Advisory Committee meetings] 10/10 (100%)</p> | <p>Apr. 1986 Joined IBM Japan, Ltd.</p> <p>Apr. 1997 Admitted to the bar</p> <p>Jan. 1998 Joined Sakuragaoka Law Office (present position)</p> <p>Apr. 2012 Vice President of Daini Tokyo Bar Association</p> <p>Apr. 2013 Deputy Chief, Gender Equality Promotion Headquarters of Daini Tokyo Bar Association (present position)</p> <p>June 2016 Outside Director of the Company (present position)</p> <p>July 2018 Outside Director and Audit & Supervisory Board Member of VISIONARYHOLDINGS CO., LTD.</p> <p>July 2018 Outside Audit & Supervisory Board Member of VH RETAIL SERVICE CO., LTD</p> <p>June 2019 Outside Director of Asakuma Co., Ltd.</p> <p>June 2021 Outside Audit & Supervisory Board Member of TADANO LTD. (present position)</p> <p>Significant concurrent positions outside the Company Sakuragaoka Law Office (attorney) Outside Audit & Supervisory Board Member of Tadano Ltd. (securities code: 6395)</p> | — |
| <p>Reasons for nomination as candidate for Outside Director who serves as an Audit and Supervisory Committee Member and overview of expected roles</p> <p>Mami Kato has extensive experience as an attorney and experience working for companies, which gives her both the perspective of an expert in legal affairs and the approach of a corporate employee. She has played a substantial role in overseeing the execution of operations and deciding important management issues. In addition, as she is Deputy Chief of Gender Equity Promotion Headquarters of Daini Tokyo Bar Association, she has promoted “ensuring diversity,” which is part of the Company’s basic policy on corporate governance. This contributes to the sustainable growth of the Company and the improvement of its medium- and long-term corporate value. While she does not have experience with corporate management in any capacity other than as an outside officer, as noted above, the Board of Directors believes that she can appropriately fulfill her responsibilities as Outside Director who serves as an Audit and Supervisory Committee Member and accordingly nominates her as a candidate for Outside Director who serves as an Audit and Supervisory Committee Member.</p> | | | |
| <p>Special interests between the candidate and the Company</p> <p>There is no special interest.</p> | | | |

| No. | Name (Date of birth) | Carrer summary and position in the Company | | Number of the Company's shares owned |
|---|--|--|--|--------------------------------------|
| 3 | Masami Shinozaki (Date of birth: September 29, 1953, 71 years old) | Apr. 1987 | Admitted to the bar | — |
| | | Apr. 1987 | Joined Hirai Law Office | |
| | | Jan. 2004 | President of SHINOZAKI SOGO LAW OFFICE (present position) | |
| | [New election] | | | |
| | | Feb. 2005 | Registered as Certified Public Tax Accountant | |
| | [Outside Director] | | | |
| | | Apr. 2008 | Vice-president of Daiichi Tokyo BAR Association | |
| | | | | |
| | [Term of office as an Audit & Supervisory Board Member] 3 years | June 2009 | Outside Audit & Supervisory Board Member of INAGEYA CORPORATION | |
| | | Mar. 2018 | Outside Audit & Supervisory Board Member of MarkLines Co., Ltd. (present position) | |
| | [Attendance at the Board of Directors meetings] 17/18 (94%) | Mar. 2022 | Auditor of the Professional Golfers' Association of Japan | |
| | | June 2022 | Outside Audit & Supervisory Board Member of the Company (present position) | |
| [Attendance at the Audit & Supervisory Board meetings] 16/17 (94%) | Significant concurrent positions outside the Company President of SHINOZAKI SOGO LAW OFFICE (Attorney at law) Outside Audit & Supervisory Board Member of MarkLines Co., Ltd. (securities code: 3901) | | | |
| [Attendance at the Management Advisory Committee meetings] 10/10 (100%) | | | | |
| Reasons for nomination as candidate for Outside Director who serves as an Audit and Supervisory Committee Member and overview of expected roles Masami Shinozaki has extensive experience as an attorney. Based on the Board of Directors' determination that he is able to contribute to the fair and reasonable decision-making of the Company, management transparency, and the securing of soundness through his perspective as legal expert in the performance of the auditing work of the Company, they expect him to play this role. While he does not have experience with corporate management in any capacity other than as an outside officer, as noted above, the Board of Directors believes that he can appropriately fulfill his responsibilities as Outside Director who serves as an Audit and Supervisory Committee Member and accordingly nominates him as a candidate for Outside Director who serves as an Audit and Supervisory Committee Member. | | | | |
| Special interests between the candidate and the Company There is no special interest. | | | | |

| No. | Name (Date of birth) | Carrer summary and position in the Company | Number of the Company's shares owned |
|--|---|--|--------------------------------------|
| 4 | <p>Tatsuya Kato (Date of birth: January 27, 1963, 62 years old)</p> <p>[New election]</p> <p>[Outside Director]</p> <p>[Independent officer]</p> <p>[Term of office as an Audit & Supervisory Board Member] 2 years</p> <p>[Attendance at the Board of Directors meetings] 18/18 (100%)</p> <p>[Attendance at the Audit & Supervisory Board meetings] 17/17 (100%)</p> <p>[Attendance at the Management Advisory Committee meetings] 10/10 (100%)</p> | <p>Apr. 1986 Joined Hino Motors, Ltd.</p> <p>Oct. 1989 Joined Chuo Shinko Audit Corporation</p> <p>Aug. 1993 Registered as Certified Public Accountant</p> <p>Sept. 2006 Joined PricewaterhouseCoopers Aarata (currently PricewaterhouseCoopers Aarata LLC)</p> <p>July 2007 Council Member of the Japanese Institute of Certified Public Accountants</p> <p>July 2009 Representative Partner of PricewaterhouseCoopers Aarata (currently PricewaterhouseCoopers Aarata LLC)</p> <p>July 2010 Executive Board Member of the Japanese Institute of Certified Public Accountants</p> <p>June 2019 Director of the Financial Accounting Standards Foundation</p> <p>July 2019 Deputy President of the Japanese Institute of Certified Public Accountants</p> <p>July 2022 Advisor of the Japanese Institute of Certified Public Accountants (present position)</p> <p>June 2023 Director of SHINSOH Audit & Co</p> <p>June 2023 Outside Audit & Supervisory Board Member of the Company (present position)</p> <p>Mar. 2024 Outside Director and Audit and Supervisory Committee Member of G-FACTORY CO.,LTD. (present position)</p> <p>July 2024 Partner of SHINSOH Audit & Co</p> <p>May 2025 Representative Partner of SHINSOH Audit & Co (present position)</p> <p>Significant concurrent positions outside the Company Partner of SHINSOH Audit & Co (Certified Public Accountant) Outside Director and Audit and Supervisory Committee Member of G-FACTORY CO.,LTD. (securities code: 3474)</p> | — |
| <p>Reasons for nomination as candidate for Outside Director who serves as an Audit and Supervisory Committee Member and overview of expected roles Tatsuya Kato has extensive experience as a certified public accountant. Based on the Board of Directors' determination that he is able to contribute to the fair and reasonable decision-making of the Company, management transparency, and the securing of soundness through his perspective as an expert in accounting and corporate practice as regards the performance of the auditing work of the Company, they expect him to play this role. While he does not have experience with corporate management, as noted above, the Board of Directors believes that he can appropriately fulfill his responsibilities as Outside Director who serves as an Audit & Supervisory Board Member and accordingly nominates him as a candidate for Outside Director who serves as an Audit & Supervisory Board Member.</p> | | | |
| <p>Special interests between the candidate and the Company There is no special interest.</p> | | | |

<Reference> Officer Election Policy and Procedures

The Company receives the opinions of the Management Advisory Committee, which is composed of only Outside Directors and Outside Audit & Supervisory Board Members, to ensure that the election and dismissal of officers are performed through a transparent and fair process based on objective evaluations.

The officer election policy (summary) is provided below.

- (1) Has the business sense, ability to perform, and judgment skills as an officer that can contribute to the sustainable growth of the Company Group and improve corporate value
- (2) Has the required intent and ability to perform duties as an officer, and can fulfill the social responsibilities to stakeholders
- (3) Has personality and insight, and is able to perform duties faithfully as an officer
- (4) Meets the legal requirements for an officer

<Reference> Criteria for determining the independence of Outside Officers

The Company has established the original criteria for independence based on the independence requirements stipulated by the Tokyo Stock Exchange. All candidates for Outside Officers must meet all of these criteria to ensure solid corporate governance.

The criteria are laid out below.

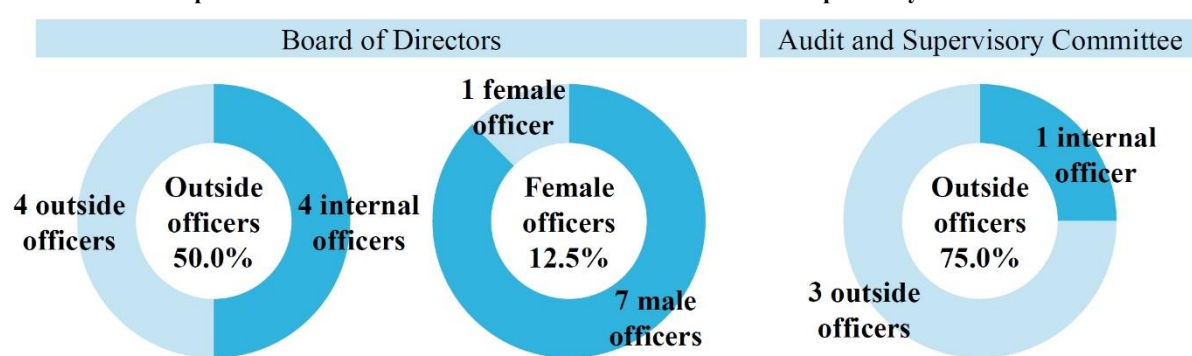
[Independence Criteria for Outside Officers]

- (1) The candidate is not a major shareholder of the Company (someone who holds 10% or more of the voting rights in the Company Group directly or indirectly) or its business executor (*1).
- (2) The Company Group does not hold 10% or more of the voting rights for the candidate directly or indirectly, or its business executor.
- (3) The candidate is not a business executor at another company that has a relationship with the Company through an Outside Officer (*2).
- (4) The candidate is not a business executor of an organization that has received a large contribution (*3) from the Company Group.
- (5) None of (1) to (4) above apply to the candidate for the three-year period prior to the appointment.
- (6) The candidate has never been a business executor of the Company Group in the past.

*1. "Business executor" refers to an executive director or an employee.

*2. This refers to a relationship in which a business executor of the Company Group is an Outside Officer of another company and a business executor of the said another company is an Outside Officer of the Company.

*3. A "large contribution" would amount to 10 million yen a year or an amount exceeding 2% of annual total revenue of the particular organization on average over the past three business years.

<Reference> Composition Ratio of the Board of Directors and the Audit and Supervisory Committee

<Reference> Skill Matrix of Candidates for Directors and Executive Officers

Based on a management philosophy of “creating happiness for society by developing hearts and technology that can enrich people,” the Company has achieved steady growth by operating a business related to the lifeline that is “water.” In the new medium-term management plan “SHIFT 2026,” four important strategies have been established under the basic policy of “strengthening Group revenue capability and generation of new corporate value,” “strengthening of revenue foundation,” “implementation of strategic growth investments and increase in capital efficiency,” and “promotion of sustainability management.”

In order to boldly execute these important strategies, the Company has identified skills that should comprise the Board of Directors and other bodies and has reflected this in the selection and training plans of Directors and Executive Officers.

Further, the representative skills from the expertise and experience of Directors and Executive Officers are presented in the skill matrix as skills currently possessed (○) and skills expected in the future (☆). Highly related skills are grouped together in the matrix.

If Proposals 3 and 4 are approved and passed, the skill matrix shall be as follows.

| Main positions | | Skills | | | | | | | | |
|---|---|----------------------|---------------------|---------------------------|------------------|--------------------------|------------------------|------------------------|--------|---------------------|
| | | Corporate management | Finance /accounting | Legal affairs /compliance | Sales /marketing | Research and development | Human resources /labor | Manufacturing /quality | Global | ESG/ sustainability |
| Director | | | | | | | | | | |
| Satoru Tanaka | President | ○ | | | ○ | ○ | | | ○ | ☆ |
| Junichi Kubo | Chairperson | ○ | | | ○ | | | | | ○ |
| Iwao Saito | Chief of Administration Headquarters | ○ | ○ | ○ | | | ○ | | | |
| Junichi Kondo | Outside Director | ○ | ○ | | | | ○ | | ○ | |
| Masahiro Ito | Full-time Audit and Supervisory Committee Member | ○ | ○ | ○ | | | ○ | | | |
| Mami Kato | Outside Director Audit and Supervisory Committee Member | | | ○ | | | | | | |
| Masami Shinozaki | Outside Director Audit and Supervisory Committee Member | | ○ | ○ | | | | | | |
| Tatsuya Kato | Outside Director Audit and Supervisory Committee Member | | ○ | | | | | | | |
| Executive Officer who does not concurrently serve as a Director | | | | | | | | | | |
| Nobuo Takahashi | Chief of Manufacturing Headquarters | | | | | ○ | | ○ | | ☆ |
| Takayuki Maro | Chief of Marketing Headquarters | | | | ○ | | | | | |
| Toshihiro Tamura | Chief of Research and Development Headquarters | | | ○ | ○ | | ○ | | | |
| Yasufumi Washizu | President of NIIGATA MOLDING CO., LTD. | ○ | | | ○ | | | ○ | | |
| Nobuki Kurihara | President of JOYOSUIDO KOGYO CO., LTD | ○ | | | | ○ | ○ | | ○ | |

| | | | | | | | | | | |
|--------------------|---|--|--|--|---|--|--|---|--|--|
| Kazuyuki Yamaguchi | Manager of Quality Assurance Department | | | | | | | ○ | | |
| Kenji Harada | Tokyo Branch General Manager | | | | ○ | | | | | |

Proposal 5: Setting of Amount of Compensation for Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members)

At the 63rd Ordinary General Meeting of Shareholders held on June 27, 2017, the amount of compensation for Directors was approved as an annual amount of up to 300 million yen (of which the portion for Outside Directors is up to 18 million yen).

Subject to a resolution approving Proposal 2 “Partial Amendment to the Articles of Incorporation” in this general meeting, the Company will transition to a Company with an Audit and Supervisory Committee.

In connection with the transition to a Company with an Audit and Supervisory Committee, we propose to abolish the current provisions regarding the compensation of Directors and, taking into account economic conditions and other relevant circumstances, to set the compensation of Directors (excluding Directors who serve as Audit and Supervisory Committee Members) at an annual amount of up to 260 million yen (of which the portion for Outside Directors shall be up to 24 million yen per year).

If this proposal is approved, we plan to amend the decision policy regarding the individual Director compensation set forth on pages 31 and 32 of the original Japanese document. This amendment will be effective after the conclusion of the general meeting and will be consistent with the approved content. Specifically, the portion of the decision policy that refers to “Directors” will be amended to “Directors (excluding Directors who serve as Audit and Supervisory Committee Members).”

This proposal is necessary to determine basic compensation and bonuses for individual Directors in accordance with the aforementioned policy. Taking into account economic conditions, the size of the Company, the number of Directors, and other factors, the proposal establishes a compensation framework for Directors (excluding Directors who serve as Audit and Supervisory Committee Members) to a rational extent. We deem its content reasonable.

It should be noted that if Proposal 2 “Partial Amendment to the Articles of Incorporation,” and Proposal 3 “Election of four (4) Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members),” are approved and adopted as proposed, the number of Directors (excluding Directors who serve as Audit and Supervisory Committee Members) will be four (4) (including one Outside Director).

This proposal shall take effect at the same time as Proposal 2 “Partial Amendment to the Articles of Incorporation” takes effect.

Proposal 6: Setting of Amount of Compensation for Directors Who Serve as Audit and Supervisory Committee Members

Subject to a resolution approving Proposal 2 “Partial Amendment to the Articles of Incorporation,” the Company will transition to a Company with an Audit and Supervisory Committee.

In connection with the transition to a Company with an Audit and Supervisory Committee, we propose to set the compensation of Directors who serve as Audit and Supervisory Committee Members at an annual amount of up to 90 million yen, taking into account the duties and responsibilities of Directors who serve as Audit and Supervisory Committee Members.

This proposal establishes a compensation framework for Directors who serve as Audit and Supervisory Committee Members to a rational extent, taking into account the responsibilities of Directors who serve as Audit and Supervisory Committee Members and the compensation levels of Directors (excluding Directors who serve as Audit and Supervisory Committee Members). We deem its content necessary and reasonable.

It should be noted that if Proposal 2 “Partial Amendment to the Articles of Incorporation,” and Proposal 4 “Election of four (4) Directors Who Serve as Audit and Supervisory Committee Members” are approved and adopted as proposed, the number of Directors who serve as Audit and Supervisory Committee Members will be four (4).

This proposal shall take effect at the same time as Proposal 2 “Partial Amendment to the Articles of Incorporation” takes effect.

Proposal 7: Determination of Amount and Content of Performance-based Stock Compensation, etc. for Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members)

1. Reason for proposal and grounds that make such compensation reasonable

Subject to a resolution approving Proposal 2 “Partial Amendment to the Articles of Incorporation,” the Company will transition to a Company with an Audit and Supervisory Committee.

At the 63rd Ordinary General Meeting of Shareholders held on June 27, 2017, the introduction of a stock compensation system with a trust for Directors (excluding Outside Directors) (hereinafter referred to as the “System”) was approved (the resolution approving the introduction is hereinafter referred to as the “Previous Resolution”). Since then, the Company has used the System. In connection with the transition to a Company with an Audit and Supervisory Committee, we propose reestablishing the compensation framework related to the System for Directors (excluding Directors who serve as Audit and Supervisory Committee Members and Outside Directors) following the transition to a Company with an Audit and Supervisory Committee.

It should be noted that this compensation framework will be established separately from the compensation framework requested for approval in Proposal 5 “Setting of Amount of Compensation for Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members).” We deem this compensation framework reasonable in accordance with the decision policy regarding the content of individual Director compensation, as described in Proposal 5.

This proposal is being submitted again for approval in conjunction with the transition to a Company with an Audit and Supervisory Committee. The substantive content of this proposal is the same as that approved in the Previous Resolution.

Currently, there are four (4) Directors who will be subject to the System. If Proposal 2 “Partial Amendment to the Articles of Incorporation” and Proposal 3 “Election of four (4) Directors (Excluding Directors Who Serve as Audit and Supervisory Committee Members)” are approved and adopted as proposed, three (3) Directors (excluding Directors who serve as Audit and Supervisory Committee Members and Outside Directors, hereinafter in this proposal referred to as the “Directors”) will be subject to the System.

This proposal shall take effect subject to the effectiveness of the amendment to the Articles of Incorporation set forth in Proposal 2 “Partial Amendment to the Articles of Incorporation.”

2. Amount and content, etc., of compensation, etc., in the System

(1) Overview of the System

The System is a stock compensation system in which a trust, established by the contribution of funds by the Company (already established and hereinafter referred to as the “Trust”), obtains common shares of the Company (hereinafter referred to as the “Company’s Shares”), and a number of the Company’s Shares in accordance with the number of points granted by the Company to each Director are paid to each Director via the Trust.

It should be noted that the timing of the issuance of the Company’s Shares to the Directors, in principle, shall be at the time the Director retires (if a Director resigns from their position as Director other than Audit and Supervisory Committee Member and simultaneously assumes the position of Director who serves as an Audit and Supervisory Committee Member, the timing is when they resign from their position as Director other than Audit and Supervisory Committee Member and from their position as Director who serves as an Audit and Supervisory Committee Member. The same applies hereinafter.)

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| (i) | Eligible persons under the System | Directors of the Company |
| (ii) | Maximum amount of cash that the Company will contribute as funds to acquire the Company’s Shares necessary for granting the shares under the System during the most recent extended trust period (approximately three years from December 2024 to November 2027) | 115 million yen |
| (iii) | Method of acquisition of the Company’s Shares | Disposal of treasury shares or acquisition through exchange markets (including over-the-counter transactions) |
| (iv) | Maximum total number of points to be granted to eligible persons under (i) | 70,000 points per fiscal year |
| (v) | Criteria for granting points | Points are awarded based on position, role, and achievement of performance targets. |
| (vi) | Timing of issuance of the Company’s Shares to eligible persons under (i) | In principle, at the time of retirement as a Director |

(2) Maximum amount of funds to be contributed by the Company

The Company established the Trust with an initial trust period of four (4) years from November 2017 and contributed to the Trust the funds for the acquisition of the Company’s Shares that were required for the issuance under the System within the scope of the Previous Resolution. Subsequently, we have extended the trust period by three (3) years at a time (the extended trust periods: from December 2021 to November 2024, and from December 2024 to November 2027), and in conjunction with such extensions, we have made additional contributions to the Trust, within the scope of the Previous Resolution, for the purpose of acquiring the Company’s Shares that are required for the issuance under the System. The Trust shall use the funds within the Trust to acquire the Company’s Shares. However, if the number of the Company’s Shares held within the Trust is insufficient to meet the number of shares expected to be necessary for the issuance under the System, and the funds within the Trust are insufficient to acquire the necessary shares, the Company may contribute additional funds to the Trust to acquire the necessary Company’s Shares, and the Trust may acquire additional Company’s shares. However, any additional contributions made by the Company to the Trust for the purpose of acquiring the Company’s Shares shall be made within the limit of the aforementioned maximum amount, such that the total amount of such additional contributions during the most recent extended trust period (from December 2024 to November 2027) does not exceed 115 million yen.

It should be noted that, upon the expiration of each trust period, the Company may extend the trust period by three (3) years (including extending the trust period in substance by transferring the trust property of the Trust to a trust with the same purpose as the Trust) and continue the System, by resolution of its Board of Directors. In such a case, within the extended trust period, the Company shall

entrust additional funds for acquiring the Company's Shares that are required for the issuance under the System, and shall continue granting the points described in (3) below and issuing the Company's Shares.

Even in the case of the awarding of points being discontinued, upon the expiration of the trust period, in the event of there being a Director who has not yet retired, the trust period of the Trust may be extended until said Director has retired and the issuance of the Company's Shares has been completed.

(3) Calculation method and limit to the number of the Company's Shares that are to be granted to Directors

1) Method of granting points to Directors

The Company, based on the stock issuance regulations prescribed by the Company's Board of Directors, shall grant a number of points during the trust period to each Director calculated in accordance with standards by position or role and the level of achievement of performance targets, etc., on the points granting date prescribed in the Share Issuance Regulations.

The total number of points granted by the Company to the Directors shall be limited to 70,000 per fiscal year.

2) Issuance of the Company's Shares in accordance with the number of points granted

The Directors shall receive the Company's Shares in accordance with the number of points received in 1) above, pursuant to the procedures of 3) below. However, if a Director resigns for personal reasons or for other reasons, part or all of the points granted up to that point shall be canceled in accordance with the provisions of the Share Issuance Regulations. The Director shall not receive the issuance of the Company's Shares corresponding to the canceled points.

One point shall be equivalent to one Company's Share. However, in regard to the Company's Shares, in the event of a situation that can reasonably justify adjustment to the number of the Company's Shares to be issued, such as a stock split or stock consolidation, the number of the Company's Shares per point shall be adjusted in accordance with the split ratio or consolidation ratio, etc.

3) Issuance of the Company's Shares to Directors

The Directors shall, in principle, acquire the beneficial interest in the Trust at the time of retirement as a Director by following the prescribed procedures, and as a beneficiary of the Trust, receive the Company's Shares referred to in 2) above from the Trust.

However, the Trust may sell and convert a portion of the Company's Shares to cash for the purpose of withholding and remitting taxes such as tax withheld at the source of income, and deliver cash in lieu of the Company's Shares. In addition, in cases in which the Company's Shares held within the Trust are converted to cash, such as when a tender offer is subscribed to and settled for the Company's Shares held within the Trust, cash would be delivered in lieu of the Company's Shares.

(4) Exercise of voting rights

The voting rights associated with the Company's Shares held within the Trust shall not be exercised uniformly, in accordance with the instructions of the trust administrator, who is independent of the Company and its officers. This is intended to ensure neutrality in the exercise of voting rights associated with the Company's Shares held within the Trust with respect to the management of the Company.

(5) Handling of dividends

The dividends of the Company's Shares held within the Trust shall be received by the Trust and mainly used for the acquisition of the Company's Shares or trust fees to the trustee pertaining to the Trust.

- Notes:
1. The System targets Directors, excluding Outside Directors, until the transition to a Company with an Audit and Supervisory Committee, as resolved in the Previous Resolution.
 2. In the event of an extension of the trust period due to its expiration, the maximum amount of funds for the acquisition of the Company's Shares for each extended trust period shall be 115 million yen.
 3. The actual amount of cash that the Company will contribute to the Trust includes the aforementioned funds for the acquisition of the Company's Shares, as well as the estimated necessary expenses, such as trust fees and trust administrator fees. Additionally, the Company has introduced a similar stock compensation system for Executive Officers in an agency relationship with the Company, and may contribute additional funds to the Trust as necessary to acquire the Company's Shares that are required for granting such compensation to Executive Officers under the system.