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To our shareholders:

Yoshitaka Saito  
President and Representative Director  
**F.C.C. CO., LTD.**  
7000-36 Nakagawa, Hosoe-cho, Hamana-ku,  
Hamamatsu-shi, Shizuoka

## NOTICE OF THE 94TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially informed of the 94th Ordinary General Meeting of Shareholders of F.C.C. CO., LTD. (the “Company”), which will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on each of the following websites. Please access either of the websites to view the information.

The Company’s website:

[https://www.fcc-net.co.jp/ir/library\\_detail.php?type=5](https://www.fcc-net.co.jp/ir/library_detail.php?type=5) (in Japanese)

TSE website, Listed Company Search:

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

(On the TSE website, search for the issue name (company name) “F.C.C.” or the securities code “7296” and then select “Basic information” and “Documents for public inspection/PR information” to view the information.)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/7296/teiji/> (in Japanese)

Instead of attending the meeting in person, you may exercise your voting rights by postal mail or by electromagnetic method (using the Internet, etc.). Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights no later than Monday, June 17, 2024 at 4:40 p.m. (Japan Standard Time).

**1. Date and Time:** Tuesday, June 18, 2024 at 10:00 a.m. (Japan Standard Time)

**2. Venue:** Okura Act City Hotel Hamamatsu  
“Heian” on the 4th floor

111-2 Itaya-machi, Chuo-ku, Hamamatsu-shi, Shizuoka

**3. Purposes:**

### Items to be reported:

1. Business Report and Consolidated Financial Statements for the 94th Term (from April 1, 2023 to March 31, 2024), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit and Supervisory Committee
2. Non-Consolidated Financial Statements for the 94th Term (from April 1, 2023 to March 31, 2024)

**Items to be resolved:**

- Proposal 1:** Election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)
- Proposal 2:** Election of four (4) Directors who are Audit and Supervisory Committee Members

## Reference Documents for the General Meeting of Shareholders

### Proposals and Reference Matters

**Proposal 1:** Election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members; applicable to the rest of this proposal) will expire at the conclusion of this meeting. In line with this, the Company requests the election of six (6) Directors. The candidates for Directors are determined by the Board of Directors based on the report of the Nomination and Remuneration Advisory Committee, where Outside Directors account for a majority.

The candidates for Director are as follows.

No.	Name		Current position and responsibilities at the Company and significant concurrent positions outside the Company		Attendance at Board of Directors meetings
1	Yoshitaka Saito	[For reelection]	President and Representative Director		100% 9/9
2	Kazuto Suzuki	[For reelection]	Senior Managing Director	Overall business management, Head of Development, Head of business operation in Japan, Risk Management Officer and in charge of Racing of the Company	100% 9/9
3	Atsuhiko Mukoyama	[For reelection]	Managing Director	Head of business operation of automobiles business of the Company	100% 9/9
4	Satoshi Nakaya	[For reelection]	Managing Director	Head of business operation of motorcycles business, Head of Purchasing, Head of business operation in China, Head of business operation in India and ASEAN of the Company, and President of F.C.C.(China) Investment Co., Ltd.	100% 7/7
5	Kunihiro Koshizuka	[For reelection] [Outside] [Independent]	Director	Outside Director of AEON MALL Co., Ltd. External Director of TOKYU CONSTRUCTION CO., LTD. Outside Director of WILL GROUP, INC.	100% 9/9
6	Kazunori Kobayashi	[For reelection] [Outside] [Independent]	Director		100% 9/9

[For reelection] indicates candidates for reelection as Directors.

[Outside] indicates candidates for Outside Directors.

[Independent] indicates Independent Directors as stipulated by the Tokyo Stock Exchange.

Note: There were nine (9) Board of Directors meetings held from April 2023 to March 2024, and seven (7) Board of Directors meetings held since the appointment of Director Satoshi Nakaya.

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
1	<p>Yoshitaka Saito (November 29, 1973)</p> <p>[For reelection]</p> <p>Number of years in office as a Director (at the conclusion of this meeting) 13 years</p> <p>Attendance at Board of Directors meetings 100% 9/9</p>	<p>Feb. 2009      Joined the Company</p> <p>Jan. 2011      President and Director of FCC (INDIANA) Mfg., LLC (currently FCC (INDIANA), LLC) President and Director of FCC (INDIANA), INC. (currently FCC (INDIANA), LLC)</p> <p>June 2011      Director of the Company</p> <p>Apr. 2012      Director, Head of business operation in North America of the Company President and Director of FCC (North America), INC.</p> <p>June 2012      Managing Director, Head of business operation in North America of the Company</p> <p>Apr. 2013      Managing Director, Head of business operation of motorcycles business of the Company</p> <p>Apr. 2014      Managing Director, Head of Purchasing, Head of business operation in China and Risk Management Officer of the Company</p> <p>June 2018      Senior Managing Director, in charge of Sales and Head of business operation in China of the Company</p> <p>Apr. 2019      Vice President and Representative Director and in charge of Alliance of the Company</p> <p>June 2020      President and Representative Director of the Company (incumbent)</p>	34,532
<p>Reasons for nomination as candidate for Director</p> <p>Yoshitaka Saito has held various positions, including Head of business operation in North America, Head of business operation of motorcycles business and Head of business operation in China, and since 2020 has been leading general group management as President and Representative Director. We have determined that he is qualified for the position from the perspective of the sustainable growth of the Group and the medium- to long-term increase in corporate value. Therefore, the Company requests his reelection as Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
2	<p>Kazuto Suzuki (May 27, 1961)</p> <p>[For reelection]</p> <p>Number of years in office as a Director (at the conclusion of this meeting) 14 years</p> <p>Attendance at Board of Directors meetings 100% 9/9</p>	<p>Apr. 1984      Joined the Company</p> <p>June 2010      Director, Head of business operation in China and South America and General Manager of Corporate Planning Office of the Company</p> <p>June 2011      Director, Head of business operation in China and South America, General Manager of Corporate Planning Office and Risk Management Officer of the Company</p> <p>June 2012      Director, Head of Production of Motorcycle Components, Head of Production Engineering and Head of business operation in China and South America of the Company</p> <p>Apr. 2013      Director, Head of business operation of motorcycles business in Japan, Head of business operation in China and South America and Risk Management Officer of the Company</p> <p>Apr. 2014      Director, Head of business operation of motorcycles business, Head of business operation in ASEAN and India and Head of business operation in South America of the Company</p> <p>Apr. 2016      Director, Head of business operation of motorcycles business, Head of Production of Motorcycle Components, Head of business operation in ASEAN and Head of business operation in South America of the Company</p> <p>June 2017      Managing Director, Head of business operation of motorcycles business, Head of Production of Motorcycle Components, Head of business operation in ASEAN and Head of business operation in South America of the Company</p> <p>Apr. 2019      Managing Director, Head of business operation of motorcycles business, Head of business operation in ASEAN, Head of business operation in South America, Risk Management Officer and in charge of Racing of the Company</p> <p>Aug. 2022      Head of business operation in India of the Company</p> <p>Apr. 2023      Managing Director, Overall business management, Head of Development, Head of business operation in Japan, Risk Management Officer and in charge of Racing of the Company</p> <p>June 2023      Senior Managing Director, Overall business management, Head of Development, Head of business operation in Japan, Risk Management Officer and in charge of Racing of the Company (incumbent)</p>	13,791
<p>Reasons for nomination as candidate for Director</p> <p>Kazuto Suzuki has held various positions, including Head of business operation in China, Head of business operation of motorcycles business and Head of business operation in ASEAN, and has extensive experience and knowledge in the production department. We have determined that he is qualified for the position from the perspective of the sustainable growth of the Group and the medium- to long-term increase in corporate value. Therefore, the Company requests his reelection as Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)		Number of the Company's shares owned
3	Atsuhiko Mukoyama (July 31, 1963)  [For reelection]  Number of years in office as a Director (at the conclusion of this meeting) 12 years  Attendance at Board of Directors meetings 100% 9/9	Apr. 1984	Joined the Company	12,314
	Apr. 2012	Head of Production of Automobile Components of the Company		
		June 2012	Director, Head of Production of Automobile Components of the Company	
		Apr. 2013	Director, Head of business operation of automobiles business of the Company	
		Apr. 2015	Director, Head of Production Engineering and Head of Environment and Safety of the Company	
		Apr. 2019	Director, Head of business operation of automobiles business and in charge of Stacked Mold Technology Development of the Company	
		June 2021	Managing Director, Head of business operation of automobiles business of the Company (incumbent)	
Reasons for nomination as candidate for Director Atsuhiko Mukoyama has held various positions, including Head of Production of Automobile Components, Head of Production Engineering and Head of Environment and Safety, and has extensive experience and knowledge in the production engineering department. We have determined that he is qualified for the position from the perspective of the sustainable growth of the Group and the medium- to long-term increase in corporate value. Therefore, the Company requests his reelection as Director.				

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)		Number of the Company's shares owned
4	<p>Satoshi Nakaya (March 17, 1964)</p> <p>[For reelection]</p> <p>Number of years in office as a Director (at the conclusion of this meeting) 1 year</p> <p>Attendance at Board of Directors meetings 100% 7/7</p>	<p>Apr. 1986</p> <p>Jan. 2012</p> <p>June 2012</p> <p>Apr. 2013</p> <p>Apr. 2019</p> <p>June 2021</p> <p>Apr. 2023</p> <p>June 2023</p>	<p>Joined the Company</p> <p>General Manager of Corporate Planning Office of the Company</p> <p>Director, Head of Management and Administration, General Manager of Corporate Planning Office, Risk Management Officer and Chief Information Officer of the Company</p> <p>Director, Head of business operation in North America of the Company</p> <p>Director, Head of Purchasing, Head of Environment and Safety and Head of business operation in China of the Company</p> <p>Managing Officer, Head of Purchasing and Head of business operation in China of the Company</p> <p>Managing Officer, Head of business operation of motorcycles business, Head of Purchasing, Head of business operation in China, Head of business operation in India and ASEAN of the Company, and President of F.C.C.(China) Investment Co., Ltd.</p> <p>Managing Director, Head of business operation of motorcycles business, Head of Purchasing, Head of business operation in China, Head of business operation in India and ASEAN of the Company, and President of F.C.C.(China) Investment Co., Ltd. (incumbent)</p>	12,980
<p>Reasons for nomination as candidate for Director</p> <p>Satoshi Nakaya has held various positions, including Head of Management and Administration, Head of business operation in North America and China and Head of Purchasing, and has extensive experience and knowledge in the administration department. We have determined that he is qualified for the position from the perspective of the sustainable growth of the Group and the medium- to long-term increase in corporate value. Therefore, the Company requests his election as Director.</p>				

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)	Number of the Company's shares owned
5	<p>Kunihiro Koshizuka (September 30, 1955)</p> <p>[For reelection] [Outside] [Independent]</p> <p>Number of years in office as a Director (at the conclusion of this meeting) 2 years</p> <p>Attendance at Board of Directors meetings 100% 9/9</p>	<p>Apr. 1981      Joined Konishiroku Photo Industry Co., Ltd. (currently KONICA MINOLTA, INC.)</p> <p>Apr. 2012      Executive Officer, General Manager of Technology Strategy Division of KONICA MINOLTA, INC.</p> <p>Apr. 2014      Executive Vice President &amp; Executive Officer, General Manager of Corporate R&amp;D Headquarters of KONICA MINOLTA, INC.</p> <p>Apr. 2015      Executive Vice President &amp; Executive Officer, General Manager of Business Development Headquarters of KONICA MINOLTA, INC.</p> <p>June 2015      Director, Executive Vice President &amp; Executive Officer, and General Manager of Business Development Headquarters of KONICA MINOLTA, INC.</p> <p>Apr. 2016      Director, Executive Vice President &amp; Executive Officer of KONICA MINOLTA, INC.</p> <p>June 2019      Senior Technical Advisor of KONICA MINOLTA, INC. (retired in March 2021)</p> <p>May 2020      Outside Director of AEON MALL Co., Ltd. (incumbent)</p> <p>June 2021      External Director of TOKYU CONSTRUCTION CO., LTD. (incumbent)</p> <p>June 2022      Outside Director of WILL GROUP, INC. (incumbent)</p> <p>June 2022      Director of the Company (incumbent)</p>	-
<p>Reasons for nomination as candidate for Outside Director and overview of expected roles</p> <p>Kunihiro Koshizuka has extensive experience and knowledge of technological strategy, new business creation, and digital and scientific technology at global companies, which he is expected to leverage to supervise and provide valuable advice regarding every aspect of the Company's management. We have determined that he is qualified for the position from the perspective of the sustainable growth of the Group and the medium- to long-term increase in corporate value. Therefore, the Company requests his reelection as Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)		Number of the Company's shares owned
6	Kazunori Kobayashi (June 2, 1958)  [For reelection] [Outside] [Independent]  Number of years in office as a Director (at the conclusion of this meeting) 2 years  Attendance at Board of Directors meetings 100% 9/9	Apr. 1981	Joined Nippon Gakki Co., Ltd. (currently Yamaha Corporation)	-
		June 2013	Operating Officer, General Manager of Professional Audio Business Department of Electronics Business Headquarters of Yamaha Corporation	
		Aug. 2013	Operating Officer, General Manager of Business Development of Yamaha Corporation	
		July 2016	Operating Officer of Yamaha Corporation Representative Director and President of YAMAHA MUSIC JAPAN CO., LTD.	
		June 2018	Advisor of Yamaha Corporation (retired in June 2020)	
		June 2022	Director of the Company (incumbent)	
Reasons for nomination as candidate for Outside Director and overview of expected roles Kazunori Kobayashi has extensive experience and knowledge of management, business planning, and new business creation at global companies, which he is expected to leverage to supervise and provide valuable advice regarding every aspect of the Company's management. We have determined that he is qualified for the position from the perspective of the sustainable growth of the Group and the medium- to long-term increase in corporate value. Therefore, the Company requests his reelection as Director.				

- Notes:
1. There is no special interest between the candidates and the Company.
  2. Kunihiro Koshizuka and Kazunori Kobayashi are candidates for Outside Director.
  3. Kunihiro Koshizuka and Kazunori Kobayashi are currently Outside Directors, and at the conclusion of this meeting, they will have served as Outside Directors for 2 years.
  4. In accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, we have entered into an agreement with each candidate Kunihiro Koshizuka and Kazunori Kobayashi to limit the liability for damages in Article 423, Paragraph 1 of the Companies Act. Based on this agreement, the maximum liability for damages is the minimum liability stipulated in Article 425, Paragraph 1 of the Companies Act. If their election is approved, the Company plans to continue this agreement.
  5. The Company has concluded a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. This insurance policy covers the insured persons against losses incurred when accepting liability for the execution of their duties or when receiving claims in pursuit of this liability. If each candidate is elected and assumes the office as Director, the Company plans to include every such Director as an insured person in the insurance policy. Also, the next time this insurance policy comes up for renewal, the Company intends to renew it with the same content.
  6. The Company has submitted notification to the Tokyo Stock Exchange that Kunihiro Koshizuka and Kazunori Kobayashi have been designated as independent officers as provided for by the aforementioned exchange. If their election is approved, the Company plans for their appointment as independent officers to continue.

**Proposal 2:** Election of four (4) Directors who are Audit and Supervisory Committee Members

The terms of office of all four (4) Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this meeting. In line with this, the Company requests the election of four (4) Directors who are Audit and Supervisory Committee Members.

Furthermore, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

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

No.	Name		Current position and responsibilities at the Company and significant concurrent positions outside the Company		Attendance at Board of Directors meetings	Attendance at Audit and Supervisory Committee meetings
1	Akira Tsuboi	[New candidate]	Operating Officer	Head of Quality Control Quality Assurance Representative	–% –/–	–% –/–
2	Kazumoto Sugiyama	[For reelection] [Outside] [Independent]	Director Audit and Supervisory Committee Member	Sugiyama Law Office	100% 9/9	91.7% 11/12
3	Mayumi Yamamoto	[For reelection] [Outside] [Independent]	Director Audit and Supervisory Committee Member	Mayumi Yamamoto Certified Public Accountant Office Representative Partner of Tokiwa Audit Corporation	100% 9/9	100% 12/12
4	Tae Kawashima	[New candidate] [Outside] [Independent]	–	Tae Kawashima Law Office Outside Director of Tenryu Saw Mfg. Co., Ltd.	–% –/–	–% –/–

[For reelection] indicates candidates for reelection as Directors.

[New candidate] indicates new candidates for Directors.

[Outside] indicates candidates for Outside Directors.

[Independent] indicates Independent Directors as stipulated by the Tokyo Stock Exchange.

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)		Number of the Company's shares owned
1	<p>Akira Tsuboi (August 13, 1964)</p> <p>[New candidate]</p> <p>Number of years in office as a Director (at the conclusion of this meeting) —</p> <p>Attendance at Board of Directors meetings —% —/—</p> <p>Attendance at Audit and Supervisory Committee meetings —% —/—</p>	<p>Jan. 1994</p> <p>Apr. 2016</p> <p>July 2019</p> <p>Sept. 2019</p> <p>Jan. 2023</p>	<p>Joined the Company</p> <p>Operating Officer, Head of Research and Development of Automobile Components of the Company</p> <p>Operating Officer, Deputy Head of business operation in China of the Company</p> <p>Operating Officer, Deputy Head of business operation in China of the Company, and President of F.C.C. (China) Investment Co., Ltd.</p> <p>Operating Officer, Head of Quality Control and Quality Assurance Representative of the Company (incumbent)</p>	—
<p>Reasons for nomination as candidate for Director</p> <p>Akira Tsuboi has held various positions, including Head of Research and Development of Automobile Components and Head of Quality Control, and has extensive experience and knowledge in the development and quality control departments. Because he can be relied upon to utilize his experience in the execution of business for cooperation with Outside Directors and strengthening the Group's audit and supervisory functions, the Company requests his election as Director who is an Audit and Supervisory Committee Member.</p>				
2	<p>Kazumoto Sugiyama (May 27, 1969)</p> <p>[For reelection] [Outside] [Independent]</p> <p>Number of years in office as a Director (at the conclusion of this meeting) 10 years</p> <p>Attendance at Board of Directors meetings 100% 9/9</p> <p>Attendance at Audit and Supervisory Committee meetings 91.7% 11/12</p>	<p>Sept. 2006</p> <p>Oct. 2006</p> <p>Sept. 2008</p> <p>June 2014</p> <p>June 2016</p>	<p>Graduated from The Legal Training and Research Institute of Japan</p> <p>Registered as an attorney (Shizuoka Bar Association)</p> <p>Joined Toshio Sugiyama Law Office (currently Sugiyama Law Office)</p> <p>President of Sugiyama Law Office (to present)</p> <p>Director of the Company</p> <p>Director, Audit and Supervisory Committee Member of the Company (incumbent)</p>	—
<p>Reasons for nomination as candidate for Outside Director and overview of expected roles</p> <p>Kazumoto Sugiyama has been conducting audits and supervisory work from an independent and objective perspective, based on his extensive experience and knowledge on corporate legal affairs as an attorney. We have determined that he is qualified for the position from the perspective of strengthening the Group's audit and supervisory functions. Therefore, the Company requests his reelection as Director who is an Audit and Supervisory Committee Member. The candidate has not been involved in corporate management in the past other than as an outside officer, but for the above reasons, we have determined that he would perform his duties as Outside Director appropriately.</p>				

No.	Name (Date of birth)	Career summary, position and responsibilities (significant concurrent positions outside the Company)		Number of the Company's shares owned
3	<p>Mayumi Yamamoto (July 28, 1971)</p> <p>[For reelection] [Outside] [Independent]</p> <p>Number of years in office as a Director (at the conclusion of this meeting) 2 years</p> <p>Attendance at Board of Directors meetings 100% 9/9</p> <p>Attendance at Audit and Supervisory Committee meetings 100% 12/12</p>	<p>Oct. 2001</p> <p>Apr. 2005</p> <p>Aug. 2006</p> <p>July 2008</p> <p>July 2016</p> <p>June 2022</p>	<p>Joined Shin Nihon &amp; Co. (currently Ernst &amp; Young ShinNihon LLC)</p> <p>Registered as Certified Public Accountant</p> <p>Established Mayumi Yamamoto Certified Public Accountant Office (to present)</p> <p>Joined Tokiwa Audit Corporation</p> <p>Representative Partner of Tokiwa Audit Corporation (incumbent)</p> <p>Director, Audit and Supervisory Committee Member of the Company (incumbent)</p>	—
	<p>Reasons for nomination as candidate for Outside Director and overview of expected roles</p> <p>Mayumi Yamamoto has been conducting audits and supervisory work from an independent and objective perspective, based on her extensive experience and knowledge on corporate finance and accounting as a certified public accountant. We have determined that she is qualified for the position from the perspective of strengthening the Group's audit and supervisory functions. Therefore, the Company requests her reelection as Director who is an Audit and Supervisory Committee Member. The candidate has not been involved in corporate management in the past other than as an outside officer, but for the above reasons, we have determined that she would perform her duties as Outside Director appropriately.</p>			
4	<p>Tae Kawashima (April 22, 1979)</p> <p>[New candidate] [Outside] [Independent]</p> <p>Number of years in office as a Director (at the conclusion of this meeting) —</p> <p>Attendance at Board of Directors meetings —% —/—</p> <p>Attendance at Audit and Supervisory Committee meetings —% —/—</p>	<p>Sept. 2007</p> <p>Aug. 2014</p> <p>June 2022</p>	<p>Graduated from The Legal Training and Research Institute of Japan</p> <p>Registered as an attorney (Shizuoka Bar Association)</p> <p>Joined Yasutomo Ohishi Law Office</p> <p>President of Tae Kawashima Law Office (to present)</p> <p>Outside Director of Tenryu Saw Mfg. Co., Ltd. (incumbent)</p>	—
	<p>Reasons for nomination as candidate for Outside Director and overview of expected roles</p> <p>Tae Kawashima has extensive experience and knowledge on corporate legal affairs as an attorney. We have determined that she is qualified for the position from the perspective of strengthening the Group's audit and supervisory functions. Therefore, the Company requests her election as Director who is an Audit and Supervisory Committee Member. The candidate has not been involved in corporate management in the past other than as an outside officer, but for the above reasons, we have determined that she would perform her duties as Outside Director appropriately.</p>			

Notes: 1. Akira Tsuboi and Tae Kawashima are new candidates for Director.

2. There is no special interest between the candidates and the Company.
3. Kazumoto Sugiyama, Mayumi Yamamoto, and Tae Kawashima are candidates for Outside Directors.
4. Kazumoto Sugiyama is currently an Outside Director, and at the conclusion of this meeting he will have served as an Outside Director for 10 years. Mayumi Yamamoto is currently an Outside Director, and at the conclusion of this meeting she will have served as an Outside Director for 2 years.
5. In accordance with the provisions of Article 427, Paragraph 1 of the Companies Act, we have entered into an agreement with each candidate Kazumoto Sugiyama and Mayumi Yamamoto to limit the liability for damages in Article 423, Paragraph 1 of the Companies Act. Based on this agreement, the maximum liability for damages is the minimum liability stipulated in Article 425, Paragraph 1 of the Companies Act. If their election is approved, the Company plans to continue this agreement. If the election of Akira Tsuboi and Tae Kawashima is approved, the Company plans to enter into the same limited liability agreement with them.
6. The Company has concluded a directors and officers liability insurance policy with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. This insurance policy covers the insured persons against losses incurred when accepting liability for the execution of their duties or when receiving claims in pursuit of this liability. If each candidate is elected and assumes the office as Director, the Company plans to include every such Director as an insured person in the insurance policy. Also, the next time this insurance policy comes up for renewal, the Company intends to renew it with the same content.
7. The Company has submitted notification to the Tokyo Stock Exchange that Kazumoto Sugiyama and Mayumi Yamamoto have been designated as independent officers as provided for by the aforementioned exchange. If their election is approved, the Company plans for their appointment as independent officers to continue. Tae Kawashima fulfills the conditions for independent officers as provided for by the Tokyo Stock Exchange. If her election is approved, the Company plans to designate her as an independent officer.
8. Mayumi Yamamoto's name on her family register is Mayumi Yazaki.

## Reference: Board of Directors Skill Matrix

If the Proposals 1 and 2 are approved and adopted as proposed, the composition and main knowledge and experience of the Board of Directors and Nomination and Remuneration Advisory Committee will be as follows.

Name	Position	Nomina- tion and Remu- neration Adviso- ry Com- mittee	Corpo- rate Manage- ment	Manu- facturing Tech- nology R&D	Sales and Marke- ting	Business Devel- opment and M&A	Digital IT ICT DX	Finance and Account- ing	Legal Affairs and Compli- ance	Global Experi- ence
Yoshitaka Saito	President and Representative Director	○	●			●	●			●
Kazuto Suzuki	Senior Managing Director		●	●						●
Atsuhiro Mukoyama	Managing Director		●	●						●
Satoshi Nakaya	Managing Director		●		●					●
Kunihiro Koshizuka	Outside Director	○	●	●		●	●			●
Kazunori Kobayashi	Outside Director	○	●		●	●				●
Akira Tsuboi	Director Audit and Supervisory Committee Member (full time)		●	●						●
Kazumoto Sugiyama	Outside Director Audit and Supervisory Committee Member	○							●	
Mayumi Yamamoto	Outside Director Audit and Supervisory Committee Member	○						●		
Tae Kawashima	Outside Director Audit and Supervisory Committee Member	○							●	

Note: This table does not represent the entire knowledge and experience of each Director.

**Ratio of Outside Directors 50.0%**

**Ratio of Female Directors 20.0%**

**Ratio of Outside Directors on the Nomination and Remuneration Advisory Committee 83.3%**