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(Stock Exchange Code 6958)

June 7, 2023

(Start date of measures for electronic provision: June 2, 2023)

To Shareholders with Voting Rights:

Isao Osawa
President
CMK Corporation
6-5-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo

**NOTICE OF
THE 63TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

You are cordially invited to attend the 63rd Annual General Meeting of Shareholders of CMK Corporation (the “Company”). The meeting will be held for the purposes as described below.

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

[Company website] <https://www.cmk-corp.com/ir/stock/meeting.html> (in Japanese)

[Website containing materials of General Meetings of Shareholders] <https://d.sokai.jp/6958/teiji/> (in Japanese)

In addition to the abovementioned websites, said items subject to measures for electronic provision are also posted on the website of the Tokyo Stock Exchange (TSE), which can be accessed at the following address.

[Tokyo Stock Exchange website (Listed Company Search)]:

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

(Access the TSE website by using the internet address shown above, enter “CMK Corporation” in “Issue name (company name)” or the Company’s securities code “6958” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available

for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you are unable to attend the meeting, you can exercise your voting rights in writing (by post) or via the Internet. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:10 p.m. on Monday, June 26, 2023, Japan time.

1. Date and Time: Tuesday, June 27, 2023 at 10:00 a.m. Japan time

2. Place: Main conference room , 3rd floor, SE Center
located at 1106 Fujikubo, Miyoshi-machi, Iruma-gun, Saitama

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company’s 63th Fiscal Year (April 1, 2022 - March 31, 2023) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 63th Fiscal Year (April 1, 2022 - March 31, 2023)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
Proposal 2: Election of Nine (9) Directors
Proposal 3: Election of One(1) Corporate Auditor
Proposal 4: Election of One (1) Substitute Corporate Auditor
Proposal 5: Election of an Accounting Auditor

4. Matters Decided in Connection with this Convocation (Exercise of Voting Rights)

- (1) If neither approval nor disapproval of a proposal is indicated on the Voting Rights Exercise Form when exercising your voting rights in writing (by post), it shall be deemed a vote of approval for the Company proposal.
- (2) If you exercise your voting rights multiple times via the Internet, only the final vote exercised shall be deemed as valid.
- (3) If you exercise your voting rights via the Internet and in writing (by post), the voting right exercised via the Internet shall be deemed as the valid vote, regardless of the time of arrival.

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- When attending the meeting, please submit the enclosed Voting Rights Exercise Form sent out with this Convocation Notice at the reception desk.
 - Any changes to the items subject to measures for electronic provision will be published on the abovementioned websites, with details before and after said changes.
 - For this general meeting of shareholders, the paper based documents stating the items subject to measures for electronic provision will be provided to all shareholders regardless of whether they have made a request for delivery of such documents. Of the items subject to measures for electronic provision, the following matters are not included in written materials sent in accordance with laws and regulations, as well as Article 16 of the Company’s Articles of Incorporation.

- (1) Consolidated Statement of Changes in Net Assets
- (2) Notes to Consolidated Financial Statements
- (3) Non-consolidated Statement of Changes in Net Assets
- (4) Notes to Non-consolidated Financial Statements

Accordingly, this document is a part of the consolidated financial statements or financial statements audited by the corporate auditors and the accounting auditors at the time of preparation of the audit report.

- There will be no gifts provided to shareholders attending the General Meeting of Shareholders.

COVID-19 Infection Prevention Measures at the General Meeting of Shareholders

- Please carefully consider the state of COVID-19 infection and your own health condition when deciding to attend the General Meeting of Shareholders in person.
- You may be required to wear a mask and follow other measures to prevent the spread of infection at the venue. We ask for your cooperation in this matter.

Details of any major changes to the hosting of the General Meeting of Shareholders due to changes in future circumstances will be posted to the Company's website.

(<https://www.cmk-corp.com>) (in Japanese)

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The appropriation of surplus is proposed as follows.

Matters concerning the year-end dividend:

The Company considers the return of profits to shareholders as one of its most important measures. The Company's basic policy is to implement the stable and continued payment of dividends targeting a consolidated dividend payout ratio of around 30%, while securing the necessary internal reserves for strengthening the management structure and future business development, as well as taking into consideration matters such as business performance and financial status.

Based on this policy, the Company proposes a year-end dividend for the fiscal year under review of 8.50 yen per share, as follows.

- (1) Type of dividend property
Cash
- (2) Matters concerning the allotment of dividend property to shareholders and the total amount thereof
8.50yen per share of common stock of the Company
Total amount: 503,301,788 yen
- (3) Effective date of distribution of surplus
June 28, 2023

Proposal 2: Election of Nine (9) Directors

The terms of office of all eight (8) Directors will expire at the conclusion of the General Meeting of Shareholders. In that regard, the Company proposes the election of nine (9) Directors, increasing the number of Directors by one (1) to further enhance the management system.

The candidates for Directors are as follows:

No.	Name	Current positions and responsibilities in the Company	Attendance at Board of Directors meetings	
1	Reappointment	Isao Osawa	President Chief Executive Officer	100% (13/13)
2	Reappointment	Kunihiko Tedo	Director and Executive Officer General Manager of President Office	100% (13/13)
3	Reappointment	Yoshihisa Yamaguchi	Director and Executive Officer In charge of Accounting and CMK Products Corporation	100% (13/13)
4	Reappointment	Yoshiaki Ishizaka	Director and Executive Officer In charge of Procurement and Sales	92% (12/13)
5	Reappointment	Kazuto Ono	Director and Executive Officer In charge of Personnel System Reform and Internal Control and CSR and Legal Affairs	100% (10/10)
6	New appointment	Toru Nishizawa	Executive Officer In charge of Production Structure Reform	—
7	Reappointment Outside Independent	Rika Sato	Outside Director	100% (13/13)
8	Reappointment Outside Independent	Mitsuru Kaitoh	Outside Director	100% (13/13)
9	New appointment Outside Independent	Shoshiro Taneichi	—	—

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Isao Osawa (April 29, 1958) Reappointment	<p>September 1989 Joined CMK Kanbara Electronics Corporation</p> <p>August 1992 Joined Kuwabara Electric Corporation (current Niigata Quality Supply Co., Ltd.)</p> <p>October 2014 Joined the Company Deputy General Manager of Domestic Operations Head Office and Kanbara Manufacturing Operation of the Company</p> <p>December 2014 General Manager of Domestic Operations Head Office and Quality Assurance Department of the Company</p> <p>February 2015 Executive Officer of the Company General Manager of Domestic Operations Head Office of the Company</p> <p>April 2016 In charge of Production of the Company</p> <p>June 2016 Director and Executive Officer of the Company</p> <p>April 2018 President of the Company(current position)</p> <p>January 2020 Chief Executive Officer of the Company(current position)</p> <p>[Significant concurrent positions] Chairman of the Foundation for Technology Promotion of Electronic Circuit Board</p>	7,820
<p>[Reason for selection of the candidate for Director]</p> <p>Mr. Isao Osawa has ample experience and achievements through his involvement mainly in the production division and management of the group-wide production divisions as Director and Executive Officer since 2016. He has been at the helm of the Company's management as President since April 2018 to demonstrate leadership in further profitability improvement. The Company has determined that he can appropriately improve corporate value and therefore continues to propose to elect him as Director.</p>			
2	Kunihiko Tedo (January 1, 1957) Reappointment	<p>April 1980 Joined Canon Inc.</p> <p>January 1998 General Manager of F&A of Canon Europa N.V.</p> <p>January 2000 Assistant CFO & Consumer BU Business Controller of Canon Europe Ltd.</p> <p>July 2007 General Manager of Accounting Department of Office Imaging Products Division of Canon Inc.</p> <p>December 2009 SVP & CFO and Treasurer of Canon USA, Inc.</p> <p>October 2012 SVP & CFO and Treasurer of Canon USA, Inc. President & CEO of Canon Financial Services, Inc.</p> <p>April 2016 Outside Audit & Supervisory Board Member of Canon Marketing Japan Inc.</p> <p>April 2020 Joined the Company, Advisor</p> <p>February 2021 General Manager of President Office of the Company (current position)</p> <p>April 2021 Executive Officer of the Company</p> <p>June 2021 Director and Executive Officer of the Company (current position)</p>	2,791
<p>[Reason for selection of the candidate for Director]</p> <p>Mr. Kunihiko Tedo has ample experience and achievements in the field of business structural reforms through his many years of involvement in accounting in his previous position and his career in important positions in overseas affiliated companies. As Director and Executive Officer, he is currently committed to formulating measures for structural reform, etc. and to promoting projects. The Company has determined that he is qualified to contribute to the improvement of corporate value and therefore proposes to elect him as Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Yoshihisa Yamaguchi (April 3, 1968) Reappointment	<p>April 1991 Joined the Company</p> <p>July 2004 General Manager of Corporate Planning Department of the Company</p> <p>January 2011 Director of CMK CORPORATION (THAILAND) CO., LTD.</p> <p>March 2013 General Manager in charge of Electronic Devices Business Department of the Company</p> <p>March 2019 General Manager of Accounting Department of Administration Office of the Company</p> <p>August 2019 Executive Officer of the Company</p> <p>April 2021 In charge of Accounting of the Company (current position)</p> <p>June 2021 Director and Executive Officer of the Company (current position)</p> <p>July 2022 In charge of CMK Products Corporation(current position)</p>	2,791
<p>[Reason for selection of the candidate for Director]</p> <p>Mr. Yoshihisa Yamaguchi has ample experience and achievements through his practical work, mainly through his involvement in the planning and accounting departments since joining the Company. He is currently demonstrating strong leadership in promoting business structural reforms as Director and Executive Officer. The Company has determined that he is qualified to contribute to the improvement of corporate value and therefore proposes to elect him as Director.</p>			
4	Yoshiaki Ishizaka (December 3, 1965) Reappointment	<p>April 1988 Joined the Company</p> <p>December 2005 General Manager of Department III of East Japan Region Sales Division of the Company</p> <p>January 2015 Senior General Manager of East Japan Region Sales Division of the Company</p> <p>April 2017 Executive Officer of the Company</p> <p>April 2017 Chairman and President of CMKC (HK) LIMITED</p> <p>April 2017 Chairman and President of CMKC (SHENZHEN), LTD.</p> <p>April 2018 Senior General Manager of West Japan Region Sales Division of the Company</p> <p>October 2018 Senior General Manager of Sales Promotion Division of the Company</p> <p>June 2019 Chief Marketing Officer of the Company</p> <p>June 2021 Director and Executive Officer of the Company (current position)</p> <p>February 2022 In charge of Procurement (current position)</p> <p>April 2022 In charge of Sales (current position)</p>	4,491
<p>[Reason for selection of the candidate for Director]</p> <p>Mr. Yoshiaki Ishizaka has ample experience and achievements through his practical work, mainly through his involvement in the sales division since joining the Company. He currently oversees the Group's sales and procurement divisions as Director and Executive Officer and is committed to strengthening the Group's sales and procurement capabilities on a global basis. The Company has determined that he can appropriately improve corporate value and therefore continues to propose to elect him as Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	Kazuto Ono (July 20, 1957) Reappointment	<p>April 1980 Joined Canon Inc.</p> <p>July 1987 Seconded to New York Headquarters of Canon U.S.A., Inc.</p> <p>April 2003 Unit Executive of Human Resources Unit of Human Resources Management & Organization Headquarters of Canon Inc.</p> <p>April 2012 Executive Officer and Group Executive of Human Resources Management & Organization Headquarters of Canon Inc.</p> <p>March 2013 Director and Group Executive of Human Resources Management & Organization Headquarters of Canon Inc.</p> <p>March 2014 Director and Group Executive of Planning Headquarters of Canon Inc.</p> <p>March 2015 Audit & Supervisory Board Member (full-time) of Canon Inc.</p> <p>November 2019 Senior Managing Director of Japan Audit & Supervisory Board Members Association</p> <p>February 2022 Joined the Company, Advisor</p> <p>April 2022 Executive Officer of the Company In charge of Personnel System Reform (current position) In charge of Compliance of the Company</p> <p>June 2022 Director and Executive Officer of the Company (current position)</p> <p>July 2022 In charge of Internal Control and CSR of the Company (current position)</p> <p>December 2022 In charge of Legal Affairs of the Company (current position)</p>	2,791
<p>[Reason for selection of the candidate for Director]</p> <p>Mr. Ono Kazuto has ample experience and achievements in reforming personnel systems through his many years of involvement in human resources and general administration in his previous employment. In addition, he served in important positions of the Japan Audit & Supervisory Board Members Association, and has excellent insight regarding compliance. As Director and Executive Officer, he is currently committed to formulating measures for personnel system reform, etc. and to promoting compliance. The Company has determined that he is qualified to contribute to the improvement of corporate value and therefore proposes to elect him as Director.</p>			
6	Toru Nishizawa (June 28, 1956) New appointment	<p>April 1980 Joined Canon Inc.</p> <p>April 2000 General Manager, Product Development and Promotion Department, Shimomaruko Head Office of Canon Inc.</p> <p>March 2004 President of Canon Giessen GmbH</p> <p>April 2009 General Manager, Business Support Department, Imaging and Office Equipment Division of Canon Inc. Outside Director of Canon Ecology Industry Inc.</p> <p>July 2011 President of Canon Virginia Inc. President of Canon Life Science</p> <p>January 2013 Director of Canon Inc.</p> <p>September 2022 Joined the Company, Advisor</p> <p>April 2023 Executive Officer of the Company, in charge of Production Structure Reform (current position)</p>	0
<p>[Reason for selection of the candidate for Director]</p> <p>Mr. Toru Nishizawa has ample experience and achievements in the field of production structural reforms through his many years of involvement in production streamlining and product planning in his previous position and his career in important positions in overseas affiliated companies. As Executive Officer, he is currently committed to promoting structural reform, etc. The Company has determined that he is qualified to contribute to the improvement of corporate value and therefore proposes to elect him as Director.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
7	Rika Sato (August 15, 1962) Reappointment Outside Independent	<p>April 1992 Registered as an attorney (Tokyo Bar Association)</p> <p>December 1998 Registered as an attorney in the New York State</p> <p>June 2000 Joined Asahi & Koma Law Office (current Nishimura & Asahi)</p> <p>January 2003 Partner, Asahi & Koma Law Office</p> <p>June 2007 Joined the foreign law joint enterprise Jones Day</p> <p>Partner, Jones Day</p> <p>May 2015 External Audit & Supervisory Board Member, Dexerials Corporation</p> <p>January 2016 Founded Ota & Sato</p> <p>Partner, Ota & Sato</p> <p>July 2016 Audit & Supervisory Board Member, Lubrizol Japan Limited (current position)</p> <p>June 2018 Outside Director of the Company (current position)</p> <p>June 2019 Outside Director, Dexerials Corporation (current position)</p> <p>July 2019 Founded Sato & Partners</p> <p>Representative, Sato & Partners (current position)</p> <p>November 2019 Examiner for the Bar Examination and Examiner for the Preliminary Bar Examination (in charge of Code of Civil Procedure)</p> <p>June 2022 External Director of NIHON PLAST CO., LTD. (current position)</p> <p>[Significant concurrent positions]</p> <p>Representative, Sato & Partners</p> <p>Outside Director, Dexerials Corporation</p> <p>Audit & Supervisory Board Member, Lubrizol Japan Limited</p> <p>External Director of NIHON PLAST CO., LTD.</p>	0
<p>[Reason for selection of the candidate for Outside Director and outline of expected role]</p> <p>Ms. Rika Sato has provided appropriate advice to the Company's management and supervision from her independent position by providing useful advice on management based on her specialist knowledge and experience as a lawyer and made appropriate remarks in the Board of Directors. Although she has never been involved in the management of a company other than as an Outside Director, the Company has determined that she can appropriately perform her duties as an Outside Director for the aforementioned reasons, and the Company expects her to contribute to the improvement of objectivity and transparency of the Nomination and Remuneration Advisory Committee, with the aim of continuously improving the Group's corporate value, and therefore continues to propose to elect her as Director.</p>			
8	Mitsuru Kaitoh (November 17, 1953) Reappointment Outside Independent	<p>April 1978 Joined ROKU-ROKU SANGYO, LTD</p> <p>June 2003 Director and Executive Officer of ROKU-ROKU SANGYO, LTD</p> <p>June 2009 Director and Executive Managing Officer of ROKU-ROKU SANGYO, LTD</p> <p>June 2010 Vice President of ROKU-ROKU SANGYO, LTD</p> <p>June 2016 President of ROKU-ROKU SANGYO, LTD (current position)</p> <p>[Significant concurrent positions]</p> <p>President of ROKU-ROKU SANGYO, LTD</p>	0
<p>[Reason for selection of the candidate for Outside Director and outline of expected role]</p> <p>Mr. Mitsuru Kaitoh has been providing useful advice on the Company's management, and supervision from an independent standpoint, by utilizing his ample experience and wide-ranging knowledge through his many years of work experience in the manufacturing industry and as a Representative Director, and by making comments as appropriate at meetings of the Board of Directors. He is expected to provide advice from a management perspective and contribute to the improvement of objectivity and transparency of the Nomination and Remuneration Advisory Committee, with the aim of continuously improving the Group's corporate value, and therefore continues to propose to elect him as Director.</p> <p>He is the President of ROKU-ROKU SANGYO, LTD and the Company and ROKU-ROKU SANGYO, LTD. have a business relationship for equipment and parts, etc., but the amount of transaction is minimal, less than 0.5% of net sales of both companies, and therefore it is not a significant business relationship.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held	
9	Shoshiro Taneichi (July 29, 1953) New appointment Outside Independent	April 1979 June 2002	Joined Toray Industries, Inc. General Manager, Electronics and Information Materials Sales Division of Toray Industries, Inc.	0
		June 2006	Advisor, Head of the Electronics and Information Materials Research Center of Toray Industries, Inc.	
		May 2009	Advisor, in charge of the Electronics and Information Materials Division (Technology and Production) of Toray Industries, Inc.	
		June 2011	Executive Director, in charge of the Environment and Amenity Products Division (Technology and Production), General Manager, Shiga Plant of Toray Industries, Inc.	
		June 2012	Executive Director, General Manager, Shiga Plant of Toray Industries, Inc.	
		June 2016	Corporate Auditor of Toray Industries, Inc.	
		June 2020	Executive Director of Toray Industries, Inc., Chairman of Greenerity GmbH (due to resign in June 2023)	
[Reason for selection of the candidate for Outside Director and outline of expected role] Mr. Shoshiro Taneichi possesses extensive experience in key management positions at his previous position, including experience as an auditor, and is expected to contribute to improving the corporate value of the Company by providing effective advice on the management of the Company and supervision from an independent standpoint, and therefore the Company proposes his election as candidate for Outside Director.				

- (Notes) 1. There are no special interests between each candidate for Director and the Company.
2. Ms. Rika Sato, Mr. Mitsuru Kaitoh, and Mr. Shoshiro Taneichi are candidates for Outside Director. The terms of office of Ms. Rika Sato and Mr. Mitsuru Kaitoh as Outside Director will be five (5) years and three (3) years, respectively, at the conclusion of this Annual General Meeting of Shareholders.
3. The Company has submitted notification that Ms. Rika Sato and Mr. Mitsuru Kaitoh have been designated as Independent Directors/Auditors as stipulated by the Tokyo Stock Exchange. If Ms. Rika Sato and Mr. Mitsuru Kaitoh are re-elected as Outside Directors, the Company intends to submit notification concerning their continuing appointment as Independent Directors. Further, Mr. Shoshiro Taneichi meets the requirements for Independent Director/Auditor stipulated by the Tokyo Stock Exchange. If he is elected as Outside Director, the Company intends to submit notification concerning his appointment as Independent Director.
4. Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has concluded a liability limitation agreement with Ms. Rika Sato, and Mr. Mitsuru Kaitoh to limit the liability under Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the amount stipulated by laws and regulations. If the reelection of Ms. Rika Sato and Mr. Mitsuru Kaitoh is approved, the Company plans to continue the same agreement with them. In addition, if the election of Mr. Shoshiro Taneichi is approved, the Company plans to enter into the aforementioned agreement with him.
5. The Company has entered into a directors and officers liability insurance agreement as provided for in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company, naming the Company's Directors as the insured parties. The said insurance covers damages that may arise from the insured parties assuming responsibility. All candidates for Director will be insured under the said insurance agreement if they are elected as Director.

Proposal 3: Election of One(1) Corporate Auditor

The terms of office of Corporate Auditors Mr. Masashi Koike and Mr. Yuji Yamanashi will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of one (1) Corporate Auditor to bring the number of Corporate Auditors to three (3), one fewer than previous based on a decision that the effectiveness of audits by Corporate Auditors could be maintained and ensured by strengthening coordination with the Internal Audit Department.

The candidate for Corporate Auditor is as follows.

The Board of Corporate Auditors has previously given its approval to this proposal.

Name (Date of birth)	Past experience, positions, and significant concurrent positions		Number of shares of the Company held
Kiyotaka Yokokoji (November 17, 1957)	April 1980	Joined Kewpie Corporation	0
	July 2004	General Manager, Labor Management Department, Division of Personnel Affairs of Kewpie Corporation	
February 2010	President and Representative Director of K.System Co., Ltd.		
February 2013	Corporate Officer, Senior General Manager, Division of Personnel Affairs of Kewpie Corporation		
New appointment Outside Independent	February 2018	Full-time Corporate Auditor of Kewpie Corporation	
	May 2023	Audit & Supervisory Board Member (Outside) of ALink Internet, INC. (current position)	
	[Significant concurrent positions] Audit & Supervisory Board Member (Outside) of ALink Internet, INC		
[Reason for selection of the candidate for Outside Corporate Auditor] Mr. Kiyotaka Yokokoji has extensive experience and wide-ranging insight through his many years of experience at operating companies and as a corporate auditor. The Company has determined that he is qualified to strengthen the auditing system of the Company and therefore proposes to elect him.			

- (Notes) 1. There are no special interests between each candidate for Corporate Auditor and the Company.
2. Mr. Kiyotaka Yokokoji is a candidate for Outside Corporate Auditor. He meets the requirements for Independent Director/Auditor stipulated by the Tokyo Stock Exchange. If he is elected as Outside Corporate Auditor, the Company intends to submit notification concerning his appointment as Independent Director.
3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, if this proposal is approved and Mr. Kiyotaka Yokokoji is elected as Corporate Auditor, the Company intends to conclude a liability limitation agreement with him to limit his liability under Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement is the amount stipulated by laws and regulations.
4. The Company has entered into a directors and officers liability insurance agreement with an insurance company as provided for in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company, naming the Company's Corporate Auditor as the insured parties. The said insurance covers damages that may arise from the insured parties assuming responsibility. Candidate for Corporate Auditor will be insured under the said insurance agreement if they are elected as Corporate Auditor.

Proposal 4: Election of One (1) Substitute Corporate Auditor

In order to fill a deficiency in the number of Corporate Auditors stipulated under laws and regulations, the election of one (1) Substitute Corporate Auditor is proposed. The effective period of the term of office of the Substitute Corporate Auditor is from the conclusion of this General Meeting to the time of the next Annual General Meeting of Shareholders.

The candidate for Substitute Corporate Auditor is as follows.

The Board of Corporate Auditors has previously given its approval to this proposal.

Name (Date of birth)	Past experience, positions, and significant concurrent positions	Number of shares of the Company held
Yukako Oshimi (August 11, 1976)	October 2002 Registered as an attorney (Dai-Ichi Tokyo Bar Association) Joined Nagashima Ohno & Tsunematsu April 2011 Seconded to Ricoh Company, Ltd. September 2014 Joined Shibata, Suzuki & Nakada Partner, Shibata, Suzuki & Nakada (current position) June 2015 Outside Corporate Auditor of JP-Holdings Inc. March 2019 Outside Corporate Auditor of FUJI SOFT INCORPORATED (current position) June 2019 Outside Corporate Auditor of KUREHA CORPORATION (due to resign in June 2023) November 2021 Supervisory Director of ORIX JREIT Inc. (current position) January 2022 Outside Audit & Supervisory Board Member of Prored Partners Co., Ltd. (current position) [Significant concurrent positions] Partner, Shibata, Suzuki & Nakada Outside Corporate Auditor of FUJI SOFT INCORPORATED Supervisory Director of ORIX JREIT Inc. Outside Audit & Supervisory Board Member of Prored Partners Co., Ltd.	0
[Reason for selection of the candidate for Substitute Outside Corporate Auditor] The Company proposes election of Ms. Yukako Oshimi in order to utilize her professional knowledge and experience as an attorney as well as strengthen the auditing system of the Company from her objective standpoint. While she has not had previous involvement with corporate management except for being an Outside Officer, it has been determined that she can appropriately carry out her duties as Outside Corporate Auditor for the above reasons.		

- (Notes)
1. There are no special interests between each candidate for Substitute Corporate Auditor and the Company.
 2. The Company elects Ms. Yukako Oshimi as Substitute Outside Corporate Auditor. She meets the requirements for Independent Director/Auditor stipulated by the Tokyo Stock Exchange.
 3. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has concluded a liability limitation agreement with Outside Corporate Auditors to limit the liability under Article 423, Paragraph 1 of the Companies Act. If she assumes the office of Outside Corporate Auditor, the Company plans to conclude the agreement with her. The maximum amount of liability pursuant to the agreement is the amount stipulated by laws and regulations.
 4. In July 2018, while Ms. Yukako Oshimi was in office as an outside Audit & Supervisory Board Member of JP Holdings Co., Ltd., the company announced that it acknowledged breach of the duty of due care of a prudent manager on the part of the representative director of the company at that time in connection to some of the expenses related to the extraordinary General Meeting of Shareholders of the third quarter of the fiscal year ended March 31, 2018. She has always made recommendations at the Board of Directors meetings, etc. from the viewpoint of legal compliance, and when the breach was acknowledged, she has fulfilled her duties such as by conducting thorough investigations of the fact.
 5. The Company has entered into a directors and officers liability insurance agreement with an insurance company as provided for in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company, naming the substitute Corporate Auditor as the insured parties. The said insurance covers damages that may arise from the insured parties assuming responsibility. Candidate for substitute Corporate Auditor will be insured under the said insurance agreement if they are elected as substitute Corporate Auditor.

(Reference) Skill Matrix of the Board of Directors after the General Meeting of Shareholders

If the proposals are approved and adopted as originally proposed at this General Meeting of Shareholders, the composition of Directors and Corporate Auditors, and the particularly expected roles, expertise and background of each person will be as shown below.

	Name	Corporate management	Finance / Accounting	Manufacturing / Technology / Development	Sales / Marketing	Global experience	Law	Personnel and labor / Human resources development	Gender
Director	Isao Osawa	●		●		●			Male
	Kunihiko Tedo	●	●			●			Male
	Yoshihisa Yamaguchi	●	●			●			Male
	Yoshiaki Ishizaka	●			●	●			Male
	Kazuto Ono	●				●		●	Male
	Toru Nishizawa	●		●		●			Male
	Rika Sato					●	●		Female
	Mitsuru Kaitoh	●		●	●				Male
	Shoshiro Taneichi	●		●		●			Male
Corporate Auditor	Akihiro Okabe	●	●			●			Male
	Masaki Ashibe	●	●		●				Male
	Kiyotaka Yokokoji	●						●	Male

(Note) The above list does not represent all the knowledge and experience of each person.

Proposal 5: Election of an Accounting Auditor

The term of office of the Company's Accounting Auditor, Shinjyuku Audit Corporation, is due to expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company hereby proposes a new Accounting Auditor.

This proposal is based on the determination of the Board of Corporate Auditors.

The Board of Corporate Auditors hereby proposes Ernst & Young ShinNihon LLC as Accounting Auditor. In addition to possessing the specialist capabilities, independence and quality control system required of an Accounting Auditor to conduct audits in an appropriate manner, the Board of Corporate Auditors deemed Ernst & Young ShinNihon LLC as a suitable candidate giving comprehensive consideration to the firm's understanding of the areas of business in which the Company operates, and of the systems the firm has in place to ensure that accounting audits of the Company are conducted in a fair and suitable manner.

The candidate for Accounting Auditor is as follows.

As of March 31, 2023

Name	Ernst & Young ShinNihon LLC	
Address	Hibiya Mitsui Tower, Tokyo Midtown Hibiya, 1-1-2 Yuraku-cho, Chiyoda-ku, Tokyo	
Background	Established April 2000	
Summary	Personnel structure	
	Chairwoman Masami Katakura	
	No. of employees	
	CPAs	3,034
	Partly-qualified accountants	1,148
	Others	1,523
	Total	5,705