

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.

Securities code: 1721

June 4, 2025

To our shareholders:

Hiroshi Tanabe
President, Representative Director
COMSYS Holdings Corporation
17-1, Higashigotanda 2-chome, Shinagawa-ku, Tokyo

NOTICE OF THE 22ND ORDINARY GENERAL MEETING OF SHAREHOLDERS

The 22nd Ordinary General Meeting of Shareholders of COMSYS Holdings Corporation (the “Company”) will be held as described below.

In lieu of attending the meeting in person, you may exercise your voting rights either via the Internet or by mail (in writing). Please review the attached Reference Documents for the General Meeting of Shareholders described later and exercise your voting rights no later than 5:00 p.m., Thursday, June 26, 2025 (Japan Standard Time).

[Exercising voting rights via the Internet]

After reading the “Guidelines for Exercising Voting Rights via the Internet” (Japanese only), access the Company’s designated Voting Rights Exercise Website (<https://evote.tr.mufg.jp/>), follow the instructions on the screen, and then enter your vote for each proposal by the deadline specified above (Japanese only).

[Exercising voting rights by mail (in writing)]

Please indicate your approval or disapproval for the proposals on the Voting Rights Exercise Form sent out with this notice, and then return it to the Company so that it arrives by the deadline specified above.

1. **Date and Time:** Friday, June 27, 2025 at 10:00 a.m. (Japan Standard Time)
2. **Venue:** 2F Conference Room, Head Office, Nippon COMSYS Corporation,
Oval Court Osaki Mark West Building,
17-1, Higashigotanda 2-chome, Shinagawa-ku, Tokyo

3. Purposes:

Items to be reported:

1. Business Report and Consolidated Financial Statements for the 22nd 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 and Supervisory Committee
2. Non-Consolidated Financial Statements for the 22nd Term (from April 1, 2024 to March 31, 2025)

Items to be resolved:

- | | |
|--------------------|--|
| Proposal 1: | Appropriation of Surplus |
| Proposal 2: | Election of Five (5) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members) |
| Proposal 3: | Election of Six (6) Directors Who Are Audit and Supervisory Committee Members |
| Proposal 4: | Determination of Remuneration for the Allotment of Performance-Linked Restricted Shares to Directors (Excluding Directors Who Are Audit and Supervisory Committee Members) |

4. Matters Concerning Measures for Electronic Provision:

In the convocation of the General Meeting of Shareholders, measures for electronic provision will be implemented and the relevant information will be published on the Company’s website on the Internet.

The Company’s website:

<https://www.comsys-hd.co.jp/ir/library/meeting.html> (in Japanese)

In addition to posting matters subject to measures for electronic provision on the Company's website, the Company also posts this information on the website of Tokyo Stock Exchange, Inc. (TSE). To peruse this information from the latter website, access the TSE website (Listed Company Search) by using the Internet address shown below, enter "COMSYS Holdings" in "Issue name (company name)" or the Company's securities code "1721" 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]."

TSE website (Listed Company Search):

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

5. Matters Determined on the Convocation of the Meeting:

- (1) If the Voting Rights Exercise Form contains no indication of approval or disapproval for each proposal, the vote will be regarded as having indicated approval for the relevant proposal.
 - (2) You may exercise your voting rights by proxy only in cases where the proxy is another shareholder of the Company who also owns voting rights. The proxy will be required to present a document certifying the power of representation to the Company.
 - (3) If you exercise your voting rights both via the Internet and in writing the votes made via the Internet shall prevail.
 - (4) If you exercise your voting rights multiple times via the Internet, the last vote submitted shall prevail.
- If you attend the General Meeting of Shareholders in person, please submit the Voting Rights Exercise Form sent out with this notice at the reception on your arrival. Please note that persons, such as proxies and accompanying persons, other than the shareholders who are eligible to vote will not be allowed entry to the meeting even if the above persons bring the Voting Rights Exercise Form with them (however, an assisting person, guide dog, hearing dog, service dog, or other assistance animal will be allowed entry to assist a shareholder with a physical disability).
 - If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and details of the matters before and after the revisions will be posted on the Company's website and the TSE website for your confirmation.
 - Results of the resolutions of the General Meeting of Shareholders will be published on the Company's website instead of sending them in writing.

Company's website <https://www.comsys-hd.co.jp/ir/library/meeting.html> (in Japanese)

Reference Documents for the General Meeting of Shareholders

Proposals and Referential Matters

Proposal 1: Appropriation of Surplus

COMSYS Holdings has positioned the return of profits to shareholders as a key management priority. The Company adopts the basic policy of ensuring the stable and continuous dividends of surplus while taking into consideration its operating performance. Guided by the aforementioned policy, the Company proposes the following year-end dividends for the fiscal year in comprehensive consideration of factors such as business performance and payout ratio.

Matters related to year-end dividends

- (1) Type of dividend property
Cash
- (2) Allocation of dividend property and total amount thereof
60 yen per share of the Company's common stock
Total dividend 7,061,889,600 yen
- (3) Effective date of distribution of dividends of surplus
June 30, 2025

Proposal 2: Election of Five (5) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

At the conclusion of this General Meeting, the terms of office of all five (5) currently serving Directors (excluding Directors who are Audit and Supervisory Committee Members; the same shall apply hereafter in this proposal) will expire. Therefore, the Company proposes that five (5) Directors be elected.

This proposal has been reviewed by the Audit and Supervisory Committee without objection.

The candidates for Directors are as follows:

No.	Name	Current position and responsibilities in the Company Significant concurrent positions outside the Company		Attendance at Board of Directors Meetings
1	Takashi Kagaya	Reelection	Chairman of the Board Chairman of the Board of Nippon COMSYS Corporation	9/9 (100%)
2	Hiroshi Tanabe	Reelection	President, Representative Director President, Representative Director of Nippon COMSYS Corporation	9/9 (100%)
3	Hideyuki Noike	Reelection	Director In charge of Business Strategy (Carrier Business) Director, Senior Executive Officer, Executive General Manager of Communication Infrastructure EX Division of Nippon COMSYS Corporation	9/9 (100%)
4	Kunihiko Uchide	Reelection	Director In charge of Business Strategy (IT Solutions Business and Social Infrastructure Systems-Related Business) Director, Managing Executive Officer, Executive General Manager of IT Business Division of Nippon COMSYS Corporation President, Representative Director of COMSYS JOHO SYSTEM Corporation	9/9 (100%)
5	Toru Mashimo	Reelection	Director, General Manager of Finance and Accounting Department and General Manager of Business Expansion Office In charge of Company Operations Director, Executive Officer of Nippon COMSYS Corporation	9/9 (100%)

No.	Name (Date of birth)	Career summary, position and responsibilities		Number of the Company's shares owned
1	<p>Takashi Kagaya (March 12, 1957) For reelection</p> <p>Tenure as Director 10 years Attendance at Board of Directors Meetings 9/9 (100%)</p>	<p>June 2008 Director, General Manager of Chiba Branch of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>June 2012 Managing Director, General Manager of Tokyo Branch of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>July 2014 Managing Director, General Manager of Tokyo Division of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>June 2015 Vice President, Director of Nippon COMSYS Corporation</p> <p>June 2015 Director of the Company</p> <p>June 2016 President, Representative Director of Nippon COMSYS Corporation</p> <p>June 2016 Representative Director of the Company</p> <p>June 2017 President, Representative Director of the Company</p> <p>Apr. 2023 Chairman of the Board of Nippon COMSYS Corporation (present position)</p> <p>Apr. 2024 Chairman of the Board of the Company (present position)</p> <p>Significant concurrent positions outside the Company: Chairman of the Board of Nippon COMSYS Corporation</p>		62,600
<p>Reasons for nomination as candidate for Director</p> <p>As Director of the Company and a COMSYS Group company, Takashi Kagaya has played a leading role in the Company's overall management and contributed toward the enhancement of corporate value of the Group. He possesses deep knowledge from his many years of experience in the telecommunications industry and abundant experience in business management. He has also demonstrated excellent character and keen discernment. Therefore, the Company has nominated him for re-election as Director.</p>				

No.	Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
2	<p>Hiroshi Tanabe (June 2, 1962) For reelection</p> <p>Tenure as Director 2 years Attendance at Board of Directors Meetings 9/9 (100%)</p>	<p>June 2015 Director, Executive Manager of Maintenance and Service Operation Department, Executive Manager of Engineering Department, Network Business Headquarters of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>June 2018 Managing Director, Senior Executive Manager of Network Business Headquarters of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>June 2020 Senior Executive Vice President, Representative Director, General Manager of Digital Innovation Division of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>June 2022 Administrative Officer of the Company</p> <p>June 2022 Vice President, Representative Director of Nippon COMSYS Corporation</p> <p>Apr. 2023 President, Representative Director of Nippon COMSYS Corporation (present position)</p> <p>June 2023 Vice President, Representative Director of the Company</p> <p>Apr. 2024 President, Representative Director of the Company (present position)</p> <p>Significant concurrent positions outside the Company: President, Representative Director of Nippon COMSYS Corporation</p>	26,600
<p>Reasons for nomination as candidate for Director</p> <p>As Director of the Company and a COMSYS Group company, Hiroshi Tanabe has played a leading role in the Company's overall management and contributed toward the enhancement of corporate value of the Group. He possesses deep knowledge from his many years of experience in the telecommunications industry and abundant experience in business management. He has also demonstrated excellent character and keen discernment. Therefore, the Company has nominated him for re-election as Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
3	<p>Hideyuki Noike (February 26, 1964) For reelection</p> <p>Tenure as Director 5 years Attendance at Board of Directors Meetings 9/9 (100%)</p>	<p>July 2014 General Manager of Hokkaido Division and General Manager of Hokkaido Branch of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>June 2016 Director, General Manager of Hokkaido Division and General Manager of Hokkaido Branch of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>June 2017 Director, General Manager of Tokyo Division of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>June 2019 Director, Managing Executive Officer of Nippon COMSYS Corporation</p> <p>June 2019 General Manager of Corporate Planning Department of the Company</p> <p>June 2020 Director, General Manager of Corporate Planning Department of the Company</p> <p>June 2021 Director of the Company (present position)</p> <p>June 2023 Director, Managing Executive Officer, Executive General Manager of NTT Business Division and Executive General Manager of DOCOMO Business Division of Nippon COMSYS Corporation</p> <p>Apr. 2024 Director, Managing Executive Officer, Executive General Manager of Communication Infrastructure EX Division of Nippon COMSYS Corporation</p> <p>June 2024 Director, Senior Executive Officer, Executive General Manager of Communication Infrastructure EX Division of Nippon COMSYS Corporation (present position)</p> <p>[Responsibility] In charge of Business Strategy (Carrier Business)</p> <p>Significant concurrent positions outside the Company: Director, Senior Executive Officer, Executive General Manager of Communication Infrastructure EX Division of Nippon COMSYS Corporation</p>	14,400
<p>Reasons for nomination as candidate for Director</p> <p>Hideyuki Noike has been involved in management, having served the Company and a COMSYS Group company as Director. He has a wealth of knowledge from his many years of experience in the telecommunications industry and abundant experience in business administration. He has also demonstrated excellent character and keen discernment. Therefore, the Company has nominated him for re-election as Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
4	<p>Kunihiko Uchide (April 7, 1961) For reelection</p> <p>Tenure as Director 5 years Attendance at Board of Directors Meetings 9/9 (100%)</p>	<p>Oct. 2009 General Manager of Business Planning Section, SE Division of NTT Communications Corporation</p> <p>Oct. 2012 Deputy General Manager of Third Sales Division of NTT Communications Corporation</p> <p>June 2014 CEO & President of NTT World Engineering Marine Corporation</p> <p>July 2017 Executive Officer, Deputy Executive General Manager of IT Business Division of Nippon COMSYS Corporation</p> <p>June 2018 Director, Executive Officer, Executive General Manager of IT Business Division of Nippon COMSYS Corporation</p> <p>June 2020 Director, Managing Executive Officer, Executive General Manager of IT Business Division of Nippon COMSYS Corporation (present position)</p> <p>June 2020 Director of the Company (present position)</p> <p>Apr. 2024 President, Representative Director of COMSYS JOHO SYSTEM Corporation (present position)</p> <p>[Responsibility] In charge of Business Strategy (IT Solutions Business and Social Infrastructure Systems-Related Business)</p> <p>Significant concurrent positions outside the Company: Director, Managing Executive Officer, Executive General Manager of IT Business Division of Nippon COMSYS Corporation</p> <p>President, Representative Director of COMSYS JOHO SYSTEM Corporation</p>	15,700
<p>Reasons for nomination as candidate for Director</p> <p>Kunihiko Uchide has been involved in management, having served the Company and a COMSYS Group company as Director. He has a wealth of knowledge from his many years of experience in the telecommunications industry and abundant experience in business administration. He has also demonstrated excellent character and keen discernment. Therefore, the Company has nominated him for re-election as Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
5	<p>Toru Mashimo (February 1, 1965) For reelection</p> <p>Tenure as Director 2 years Attendance at Board of Directors Meetings 9/9 (100%)</p>	<p>July 2013 General Manager of Planning Department, Tokyo Branch of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>July 2017 General Manager of Interconnection Promotion Department of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>July 2021 PT Manager of Career Business Production, New Business Development Headquarters of NIPPON TELEGRAPH AND TELEPHONE EAST CORPORATION</p> <p>July 2022 Administrative Officer, General Manager of Corporate Planning Department of the Company</p> <p>July 2022 Executive Officer, General Manager of Corporate Planning Department of Nippon COMSYS Corporation</p> <p>June 2023 Director, Executive Officer, General Manager of Corporate Planning Department of Nippon COMSYS Corporation</p> <p>June 2023 Director, General Manager of Finance and Accounting Department, General Manager of Corporate Planning Department, and General Manager of Business Expansion Office of the Company</p> <p>June 2024 Director, Executive Officer of Nippon COMSYS Corporation (present position)</p> <p>June 2024 Director, General Manager of Finance and Accounting Department and General Manager of Business Expansion Office of the Company (present position)</p> <p>[Responsibility] In charge of Company Operations Significant concurrent positions outside the Company: Director, Executive Officer of Nippon COMSYS Corporation</p>	3,900
<p>Reasons for nomination as candidate for Director</p> <p>Toru Mashimo has been involved in management, having served the Company and a COMSYS Group company as Director. He has a wealth of knowledge and abundant experience from his many years of experience in the Corporate Planning Department. He has also demonstrated excellent character and keen discernment. Therefore, the Company has nominated him for re-election as Director.</p>			

- Notes:
1. There is no special interest between the candidates and the Company.
 2. Pursuant to the provisions of Article 430-3, Paragraph 1 of the Companies Act, the Company has taken out a directors' and officers' liability insurance (D&O insurance) from an insurance company to supplement the costs of liabilities (legal compensation and court costs) arising from execution of duties by the insured persons including Directors of the Company (however, this excludes liabilities for damages resulting from intentional acts of the insured person, illegal profit sharing, criminal acts, etc.). If candidates are elected and assume the office, they will be added to the insured persons of this insurance.
The Company intends to renew this insurance agreement with the same contents at the time of next renewal.

Proposal 3: Election of Six (6) Directors Who Are Audit and Supervisory Committee Members

At the conclusion of this General Meeting, the terms of office of all five (5) currently serving Directors who are Audit and Supervisory Committee Members will expire.

Therefore, in order to further enhance and strengthen the Company's audit system, the Company proposes to increase the number of Directors who are Audit and Supervisory Committee Members by one (1) and to elect six (6) Directors who are Audit and Supervisory Committee Members.

The Audit and Supervisory Committee has consented to this proposal.

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

No.	Name	Current position and responsibilities in the Company Significant concurrent positions outside the Company		Attendance at Board of Directors Meetings
1	Atsushi Yasunaga	Reelection	Director (Full Time Audit and Supervisory Committee Member) Corporate Auditor of Nippon COMSYS Corporation	9/9 (100%)
2	Hiroyuki Asai	Reelection Outside Director Independent Officer	Outside Director (Audit and Supervisory Committee Member)	9/9 (100%)
3	Kyoko Ichikawa	Reelection Outside Director Independent Officer	Outside Director (Audit and Supervisory Committee Member) Director of ICHIKAWA CERTIFIED PUBLIC ACCOUNTANT OFFICE Representative Partner of Mitsuba Audit Corporation	9/9 (100%)
4	Masaya Hirano	Reelection Outside Director Independent Officer	Outside Director (Audit and Supervisory Committee Member) Attorney of TMI Associates	9/9 (100%)
5	Kenzo Moriyama	New candidate Outside Director Independent Officer	—	—
6	Ritsue Miyashita	New candidate Outside Director Independent Officer	Representative Director of Eternaria Co., Ltd. Outside Director of ENDO Lighting Corp. Outside Director of Tokushu Tokai Paper Co., Ltd. Outside Director of NITTO FUJI FLOUR MILLING CO.,LTD.	—

No.	Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
1	<p>Atsushi Yasunaga (May 21, 1962) For reelection</p> <p>Tenure as Director 4 years Attendance at Board of Directors Meetings 9/9 (100%)</p>	<p>Apr. 1986 Joined The Nippon Telecommunications Construction Co., Ltd. (now Nippon COMSYS Corporation)</p> <p>Apr. 2007 General Manager of Operation Department, Kyusyu Branch of Nippon COMSYS Corporation</p> <p>Apr. 2013 General Manager of Personal Affairs Department, Human Resources Development Department of Nippon COMSYS Corporation</p> <p>July 2017 Executive Officer of Nippon COMSYS Corporation</p> <p>July 2017 Director and General Manager of Business Management Department of Kando Co., Ltd.</p> <p>June 2020 Corporate Auditor of Nippon COMSYS Corporation (present position)</p> <p>June 2020 General Manager of Audit and Supervisory Committee's Office of the Company</p> <p>June 2021 Director (Full Time Audit and Supervisory Committee Member) of the Company (present position)</p> <p>Significant concurrent positions outside the Company: Corporate Auditor of Nippon COMSYS Corporation</p>	6,400
<p>Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member</p> <p>Atsushi Yasunaga has experience being involved in management, having served COMSYS Group companies as Director. He has abundant experience in general affairs and personnel management. With such expert knowledge, he has provided advice and suggestions from the position of Full Time Audit and Supervisory Committee Member. The Company believes that he will help further strengthen the Company's corporate governance. Therefore, the Company has re-nominated him as a candidate for Director who is an Audit and Supervisory Committee Member.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
2	<p>Hiroyuki Asai (February 5, 1958) For reelection Outside Director candidate Independent Officer candidate</p> <p>Tenure as Director 4 years Attendance at Board of Directors Meetings 9/9 (100%)</p>	<p>Apr. 1980 Joined Sumitomo Metal Mining Co., Ltd.</p> <p>Oct. 2008 General Manager of Ome District Div., Advanced Materials Div. of Sumitomo Metal Mining Co., Ltd.</p> <p>June 2012 Executive Officer, General Manager of Personnel Dept. of Sumitomo Metal Mining Co., Ltd.</p> <p>Oct. 2015 Executive Officer, General Manager of Human Resources Development Dept. of Sumitomo Metal Mining Co., Ltd.</p> <p>June 2017 Managing Executive Officer, General Manager of Public Relations & Investor Relations Dept. of Sumitomo Metal Mining Co., Ltd.</p> <p>June 2018 Director, Managing Executive Officer, General Manager of Corporate Planning Dept. of Sumitomo Metal Mining Co., Ltd.</p> <p>June 2019 Director, Senior Managing Executive Officer, General Manager of Corporate Planning Dept. of Sumitomo Metal Mining Co., Ltd.</p> <p>June 2020 Advisor of Sumitomo Metal Mining Co., Ltd. (present position)</p> <p>June 2021 Outside Director (Audit and Supervisory Committee Member) of the Company (present position)</p> <p>Significant concurrent positions outside the Company: No significant concurrent positions.</p>	0
<p>Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and expected roles</p> <p>Hiroyuki Asai possesses abundant experience and understanding of company management and expert knowledge from his many years of on the ground experience in the non-ferrous metal industry. With such a wealth of experience, he has provided advice and suggestions from multiple perspectives from the position of Outside Director who is an Audit and Supervisory Committee Member. In addition, as a committee member of the Nomination and Remuneration Advisory Committee, he has also endeavored to ensure transparency in officer appointments and remuneration. The Company believes that he will help further strengthen the Company's corporate governance. Therefore, the Company has re-nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member.</p>			

No.	Name (Date of birth)	Career summary, position and responsibilities		Number of the Company's shares owned
3	Kyoko Ichikawa (January 30, 1972) For reelection Outside Director candidate Independent Officer candidate Tenure as Director 2 years Attendance at Board of Directors Meetings 9/9 (100%)	Oct. 1995	Joined Showa Ota & Co. (now Ernst & Young ShinNihon LLC)	0
		Apr. 1999 July 2003 Sept. 2003 Apr. 2011 Jan. 2012 July 2021 June 2023 Significant concurrent positions outside the Company: Director of ICHIKAWA CERTIFIED PUBLIC ACCOUNTANT OFFICE, Representative Partner of Mitsuba Audit Corporation	Registered as a certified public accountant Joined Tax Account Corporation ATO Zaiso Registered as a certified public tax accountant Director of ICHIKAWA CERTIFIED PUBLIC ACCOUNTANT OFFICE (present position) Joined Crowe Toyo & Co. Representative Partner of Mitsuba Audit Corporation (present position) Outside Director (Audit and Supervisory Committee Member) of the Company (present position)	
Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and expected roles Kyoko Ichikawa possesses highly specialized knowledge and insight about finance and tax affairs as a certified public accountant and a certified public tax accountant in addition to a deep and profound knowledge of internal control systems, and has provided advice and proposals from various aspects. In addition, as a committee member of the Nomination and Remuneration Advisory Committee, she has also endeavored to ensure transparency in officer appointments and remuneration. While she has not been involved in company management other than in her capacity as Outside Director, the Company believes that she will help further strengthen the Company's corporate governance. Therefore, the Company has re-nominated her as a candidate for Outside Director who is an Audit and Supervisory Committee Member for the reasons stated above.				
4	Masaya Hirano (December 24, 1972) For reelection Outside Director candidate Independent Officer candidate Tenure as Director 2 years Attendance at Board of Directors Meetings 9/9 (100%)	Apr. 1995 Apr. 1999 Mar. 2005 July 2006 June 2023 Significant concurrent positions outside the Company: Attorney of TMI Associates	Joined Tokyo Electric Power Company Registered with Tokyo Bar Association Joined TMI Associates Passed the New York State Bar Examination Attorney of TMI Associates (present position) Outside Director (Audit and Supervisory Committee Member) of the Company (present position)	0
		Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and expected roles Masaya Hirano possesses advanced knowledge and skills as an attorney in regards to laws and regulations in addition to a deep and profound knowledge of M&A and alliances (corporate partnerships), and has provided advice and suggestions from various aspects. In addition, as a committee member of the Nomination and Remuneration Advisory Committee, he has also endeavored to ensure transparency in officer appointments and remuneration. While he has not been involved in company management other than in his capacity as Outside Director, the Company believes that he will help further strengthen the Company's corporate governance. Therefore, the Company has re-nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member for the reasons stated above.		

No.	Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
5	Kenzo Moriyama (January 25, 1960) New candidate Outside Director candidate Independent Officer candidate Tenure as Director — Attendance at Board of Directors Meetings —	<p>Apr. 1982 Joined Asahi Glass Co., Ltd. (now AGC Inc.)</p> <p>Jan. 2015 Executive Officer, Group Leader of Corporate Planning Group, Office of the President of Asahi Glass Co., Ltd.</p> <p>Jan. 2016 Executive Officer, General Manager of Strategy & Planning Office, Corporate Planning Division of Asahi Glass Co., Ltd.</p> <p>Jan. 2018 Senior Executive Officer, General Manager of Corporate Planning General Division of Asahi Glass Co., Ltd.</p> <p>Oct. 2019 Senior Executive Officer, President of Electronics Company of AGC Inc.</p> <p>June 2021 Chairman of Electric Glass Industry Association of Japan</p> <p>Jan. 2022 Executive Vice President, President of Electronics Company of AGC Inc.</p> <p>June 2022 Chairman of Glass Industry Conference of Japan</p> <p>June 2023 Advisor of Electric Glass Industry Association of Japan (present position)</p> <p>Significant concurrent positions outside the Company: No significant concurrent positions.</p>	0
	<p>Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and expected roles</p> <p>Kenzo Moriyama possesses specialist knowledge nurtured through many years of experience in the glass industry and abundant experience and insight about corporate management, including overseas business. The Company believes that he will provide advice and proposals from various aspects and contribute to further strengthen the Company's corporate governance. Therefore, the Company has nominated him as a candidate for Outside Director who is an Audit and Supervisory Committee Member.</p>		

No.	Name (Date of birth)	Career summary, position and responsibilities	Number of the Company's shares owned
6	Ritsue Miyashita (May 3, 1962) New candidate Outside Director candidate Independent Officer candidate Tenure as Director — Attendance at Board of Directors Meetings —	<p>Apr. 1986 Joined JAL INFORMATION TECHNOLOGY CO., LTD.</p> <p>Apr. 2005 General Manager, Passenger Systems Department, Airline Business Division of JAL INFORMATION TECHNOLOGY CO., LTD.</p> <p>Apr. 2015 Executive Officer of Airline Business Division of JAL INFORMATION TECHNOLOGY CO., LTD.</p> <p>Oct. 2018 Director of Brighton Consulting, Inc.</p> <p>Dec. 2018 Established Eternaria Co., Ltd., Representative Director (present position)</p> <p>June 2022 Outside Director of ENDO Lighting Corp. (present position)</p> <p>June 2023 Outside Director of Tokushu Tokai Paper Co., Ltd. (present position)</p> <p>June 2024 Outside Director of NITTO FUJI FLOUR MILLING CO.,LTD. (present position)</p> <p>Significant concurrent positions outside the Company: Representative Director of Eternaria Co., Ltd., Outside Director of ENDO Lighting Corp., Outside Director of Tokushu Tokai Paper Co., Ltd., Outside Director of NITTO FUJI FLOUR MILLING CO.,LTD.</p>	0
<p>Reasons for nomination as candidate for Director who is an Audit and Supervisory Committee Member and expected roles</p> <p>Ritsue Miyashita possesses specialist knowledge nurtured through many years of experience and abundant experience and insight about corporate management in the airline industry, which is a public transportation system that plays an important role in social infrastructure, and is also well versed in the IT field and women's empowerment. The Company believes that she will provide advice and proposals from various aspects and contribute to further strengthen the Company's corporate governance. Therefore, the Company has nominated her as a candidate for Outside Director who is an Audit and Supervisory Committee Member.</p>			

- Notes:
1. There is no special interest between the candidates and the Company.
 2. Hiroyuki Asai, Kyoko Ichikawa, Masaya Hirano, Kenzo Moriyama, and Ritsue Miyashita are Outside Director candidates.
 3. Hiroyuki Asai, Kyoko Ichikawa, and Masaya Hirano serve as Outside Directors who are Audit and Supervisory Committee Members. Hiroyuki Asai will have served in this role for four (4) years and Kyoko Ichikawa and Masaya Hirano for two (2) years as of the conclusion of this General Meeting.
 4. The Company has submitted notification to the Tokyo Stock Exchange that Hiroyuki Asai, Kyoko Ichikawa, and Masaya Hirano have been designated as independent officers as provided for by the aforementioned exchange. All of them will continue to serve as independent officers. The Company also plans to submit notification to designate Kenzo Moriyama and Ritsue Miyashita as independent officers as provided for by the Tokyo Stock Exchange.
 5. In order that Directors who are Audit and Supervisory Committee Members may fully perform the roles expected of them, the Company has provided in its Articles of Incorporation that it may conclude a limited liability agreement with any Director (other than Executive Officer) that limits their liabilities as provided in Article 423, Paragraph 1 of the Companies Act, to the extent permitted by laws and regulations. The Company has concluded the said limited liability agreement with Atsushi Yasunaga, Hiroyuki Asai, Kyoko Ichikawa, and Masaya Hirano. If their reelection is approved, the Company intends to enter into the same limited liability agreement with them again. Also, the Company plans to conclude the said limited liability agreement with Kenzo Moriyama and Ritsue Miyashita if their election is approved.
 6. Pursuant to the provisions of Article 430-3, Paragraph 1 of the Companies Act, the Company has taken out a directors' and officers' liability insurance (D&O insurance) from an insurance company to supplement the costs of liabilities (legal compensation and court costs) arising from execution of duties by the insured persons including Directors of the Company (however, this excludes liabilities for damages resulting from intentional acts of the insured person, illegal profit sharing, criminal acts, etc.). If candidates are elected as Directors who are Audit and Supervisory Committee Members and assume the office, they will be added to the insured persons of this insurance.
The Company intends to renew this insurance agreement with the same contents at the time of next renewal.

Reference:

The Company's Board of Directors consists of directors who are familiar with the Company's business and outside directors who monitor management from an independent standpoint to enhance management efficiency and to maintain and strengthen sound management by enhancing the audit function by the Audit Committee members. In appointing internal directors, the Company places importance on the ability and track record of directors who are familiar with their respective business segments, and are capable of understanding the overall business and carrying out activities, able to make accurate and prompt decisions, and are able to appropriately manage risks. With respect to the appointment of outside directors, the Company comprehensively considers that they satisfy the requirements of the Company's independence criteria and have diverse viewpoints, a wealth of experience, a high level of insight and expertise, and are familiar with management in total, and in particular, include directors who have management experience at other companies. In order to solve the Company's issues, the Company has defined the areas in which it particularly expects each director to contribute, namely "Business management," "Equipment construction and operation/Project management," "New business development/Business expansion promotion," "DX promotion/Technology development," "Legal/Risk management," "Human Resources/Labor/Diversity," "Accounting/Finance," and "Sustainability."

Name			Business management	Equipment construction and operation/Project management	New business development/Business expansion promotion	DX promotion/Technology development	Legal/Risk management	Human Resources/Labor/Diversity	Accounting/Finance	Sustainability
Director (excluding Audit and Supervisory Committee Member)	Director	Takashi Kagaya	●	●	●	●		●		●
		Hiroshi Tanabe	●	●	●	●		●		●
		Hideyuki Noike	●	●	●	●				
		Kunihiko Uchide	●	●	●	●				
		Toru Mashimo	●		●		●		●	●
		Atsushi Yasunaga	●				●	●		
Director (Audit and Supervisory Committee Member)	Outside Director	Hiroyuki Asai	●	●	●			●		●
		Kyoko Ichikawa					●	●	●	●
		Masaya Hirano					●	●		●
		Kenzo Moriyama	●	●	●				●	●
		Ritsue Miyashita	●			●		●		●

Note: Fields that are particularly expected of each director are listed.

The above skill matrix does not represent all the knowledge and experience of each director.

Proposal 4: Determination of Remuneration for the Allotment of Performance-Linked Restricted Shares to Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

Remuneration for Directors (excluding Directors who are Audit and Supervisory Committee Members) of the Company was last approved by a resolution made at the 14th Ordinary General Meeting of Shareholders held on June 29, 2017 which set the amount of remuneration at no more than 400 million yen per year. In addition, at the 17th Ordinary General Meeting of Shareholders held on June 26, 2020, it was approved that, within the abovementioned amount of remuneration, as a restricted share-based remuneration plan (hereafter, the existing system will be referred to as the “continuous service-type restricted share-based remuneration plan”), the total amount of monetary remuneration claims to be paid to the Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors, hereinafter referred to as the “Eligible Directors”) shall be not more than 100 million yen per year and the total number of common shares of the Company to be issued or disposed of that the Eligible Directors will receive shall be not more than 40,000 shares per year.

The Company requests approval for the new introduction of a performance-linked restricted share-based remuneration plan (hereinafter referred to as the “Plan”) and the establishment of a limit for the Eligible Directors under the Plan within the scope of the amount of remuneration approved at the 14th Ordinary General Meeting of Shareholders held on June 29, 2017, separately from the remuneration limit under the continuous service-type restricted share-based remuneration plan, with the aim of further clarifying the linkage between the remuneration and performance of the Eligible Directors and the share value of the Company, raising awareness of contribution to the Company’s medium- to long-term business performance and enhancement of corporate value, and further promoting the sharing of benefits with shareholders by encouraging the Eligible Directors to own the Company’s shares.

In introducing the Plan under this proposal, the Company consulted the Nomination and Remuneration Advisory Committee, the majority of which is composed of Outside Directors, in advance, and upon receiving its report, the Board of Directors of the Company resolved to change the policy on determining remuneration to individual Directors on the condition that this proposal is approved. A summary of the revised policy for determining remuneration is shown on page 20. The Company believes that this proposal is in line with the policy on determining remuneration to individual Directors after the said change and is appropriate.

If this proposal concerning the introduction of the Plan is approved at this General Meeting, the normal share option plan for Directors will be abolished and allotment of subscription rights as the normal share option will cease.

The number of Eligible Directors is currently five (5), and the number will remain five (5) if Proposal 2 is approved as originally proposed.

1. Allotment and payment of performance-linked restricted shares

Under this Plan, the monetary remuneration claims shall be paid to the Eligible Directors within the scope of the amount of remuneration approved at the 14th Ordinary General Meeting of Shareholders held on June 29, 2017 as remuneration related to the restricted shares, with a separate limit from the remuneration limit under the continuous service-type restricted share-based remuneration plan. The Eligible Directors shall pay all of the monetary remuneration claims in the form of property contributed in kind, and shall, in return, receive the allotment of restricted shares.

The amount to be paid in per share for the restricted shares will be determined by the Board of Directors of the Company, based on the closing price of the Company common stock on the Tokyo Stock Exchange on the business day immediately preceding the date of resolution of the Board of Directors of the Company pertaining to the allotment (If no transaction has been closed on the day, the closing price of the most recent transaction day), to the extent that the amount is not particularly favorable to the Eligible Directors who will subscribe for the restricted shares. The above monetary remuneration claims shall be paid on the condition that the Eligible Director has agreed to the above payment in the form of property contributed in kind, and has concluded the agreement on allotment of restricted shares which includes descriptions under “3. Contents of the agreement on allotment of performance-linked restricted shares” below.

2. Limit on amount of monetary remuneration claims and number of shares under the performance-linked restricted share-based remuneration plan

The total amount of monetary remuneration claims to be paid to the Eligible Directors pursuant to this proposal shall be not more than 100 million yen per year, and the total number of common shares of the Company to be issued or disposed of that the Eligible Directors will receive shall be not more than 40,000 shares per year.

However, if, on or after the day on which this proposal is approved and adopted, the Company performs a share split or a reverse share split of its common shares, or any other reason arises necessitating an adjustment to the total number of the allotted shares, the relevant total number shall be reasonably adjusted.

3. Contents of the agreement on allotment of performance-linked restricted shares

The agreement on allotment of restricted shares that should be concluded between the Company and the Eligible Directors who receive the allotment of performance-linked restricted shares shall include the following.

(1) Transfer restriction period

The Eligible Directors to whom restricted shares have been allotted may not transfer, pledge, create transferable security interests, make living gifts, bequests, or otherwise dispose of the Company's common shares allotted pursuant to the agreement on allotment of restricted shares (hereinafter referred to as the "Allotted Shares") to any third party from the date of allotment until the time immediately after their retirement from the position of Director (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors) of the Company or the time determined by the Board of Directors of the Company, whichever comes later (hereinafter referred to as the "Transfer Restriction Period").

(2) Lifting of transfer restrictions

The Company shall lift the transfer restrictions of the number of shares in accordance with the degree of achievement of the performance targets set in advance by the Board of Directors of the Company, including consolidated operating profit, for the performance evaluation period set by the Company upon expiration of the Transfer Restriction Period, on the condition that the Eligible Director who received the allotment of restricted shares has remained in the position of Director (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors) of the Company throughout the Transfer Restriction Period. However, if the performance target is not achieved, the Company will acquire a portion of the Allotted Shares without contribution after the end of the performance evaluation period in accordance with (3) below. In addition, if the Eligible Directors lose their position as directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors) of the Company before the expiration of the Transfer Restriction Period due to the reason the Board of Directors of the Company deems justifiable, the Company shall rationally adjust the number of the Allotted Shares on which the transfer restrictions are to be lifted, and the timing of lifting as needed.

(3) Acquisition of restricted shares without contribution

The Company will acquire a portion of the Allotted Shares without contribution if the performance target is not achieved after the end of the performance evaluation period. If an Eligible Director who received the allotment of restricted shares loses the position as Director (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors) of the Company before the Transfer Restriction Period expires, the Company shall automatically acquire such Allotted Shares without contribution, unless there is a reason that is deemed justifiable by the Board of Directors of the Company. The Company shall automatically acquire, without contribution, the Allotted Shares whose transfer restrictions have not been lifted in accordance with the provisions on the grounds for releasing the transfer restriction in (2) when the Transfer Restriction Period prescribed in (1) expires.

(4) Treatment during reorganization, etc.

If, during the Restriction Period, matters relating to a merger agreement in which the Company is the disappearing company, a share exchange agreement or share transfer plan in which the Company becomes a wholly owned subsidiary, or other reorganization, etc. are approved at the Company's General Meeting of Shareholders (or at a meeting of its Board of Directors in cases where approval at the Company's General Meeting of Shareholders is not required in relation to the reorganization, etc.), the Company shall lift the transfer restrictions on the Allotted Shares with the number of shares that is reasonably determined considering the period from the start date of the Restriction Period to the date of approval of the reorganization, etc. prior to the date on which the reorganization, etc. becomes effective, by resolution of the Board of Directors of the Company. In cases specified above, the Company shall automatically acquire without contribution the Allotted Shares on which the transfer restrictions have not been lifted as of the time immediately after the transfer restrictions were lifted.

(5) Other matters

Other matters concerning the Allotment Agreement shall be determined by the Board of Directors of the Company.

(Reference)

The Company intends to allot restricted shares as they are under this Plan to Directors and Executive Officers of wholly owned subsidiaries of the Company if this Proposal is approved at this General Meeting.

Reference:

At the Board of Directors meeting held on May 9, 2025, the Company resolved to change the policy on determining remuneration to individual Directors, subject to approval of Proposal 4. The overview of the Director remuneration plan after the change are as follows.

• Director remuneration plan

Type of remuneration, etc.		Amount of remuneration, etc.	
		Director (excluding Audit and Supervisory Committee Members)	Director (Audit and Supervisory Committee Members)
Fixed remuneration	Basic remuneration	Up to 400 million yen per year	Up to 80 million yen per year
Performance-linked remuneration	Bonus		—
Long-term incentive remuneration	Continuous service-type restricted share-based remuneration	Up to 100 million yen per year Up to 40,000 shares per year	—
	Performance-linked restricted share-based remuneration	Up to 100 million yen per year Up to 40,000 shares per year	—

• Non-monetary remuneration (long-term incentive remuneration)

Long-term incentive remuneration	Continuous service-type restricted share-based remuneration	The Company has introduced the continuous service-type restricted share-based remuneration plan for Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors). The number of shares granted is determined in accordance with each officer's basic remuneration. The purpose is to provide an incentive for the Eligible Directors to sustainably increase the Company's corporate value and to further promote shared value between Directors and shareholders. The Company determines the percentage of remuneration to be borne by the Company in accordance with each officer's duties at the Company and the supervising business companies.
	Performance-linked restricted share-based remuneration	The Company has introduced a performance-linked restricted share-based remuneration plan for Directors (excluding Directors who are Audit and Supervisory Committee Members and Outside Directors). The number of shares granted is determined in accordance with the position of the director, based on the linkage with the degree of achievement of medium- and long-term business results. The purpose is to further clarify the linkage between the remuneration and performance of the Eligible Directors and the share value of the Company, and to increase their awareness of the need to contribute to improving the Company's business performance and corporate value over the medium to long term. The performance-linked indexes are consolidated operating profit and others, as they are directly linked to the achievement of performance targets and further promote the sharing of profits with shareholders. The Company determines the percentage of remuneration to be borne by the Company in accordance with each officer's duties at the Company and the supervising business companies.