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.

Security code: 4042
June 4 , 2026

Dear Shareholders,

Mamoru Kuwada, Representative Director, President
**Tosoh Corporation**
4560 Kaisei-cho, Shunan City, Yamaguchi Prefecture

# Notice of the 127th Ordinary General Meeting of Shareholders

We are pleased to announce the 127th ordinary general meeting of shareholders of Tosoh Corporation (the "Company") will be held as described below.

In convening this general meeting of shareholders, the Company has taken electronic provision measures, which provide information contained in the Reference Documents, etc. for the General Meeting of Shareholders (the "matters subject to electronic provision measures") in electronic format, and has posted this information on the Company's website. Please access the Company's website by using the internet address shown below to review the information.

Company website:
https://www.tosoh.com/investors/shareholders-meeting

Matters for which measures for providing information in electronic format are to be taken are described on the above website in addition to the Tokyo Stock Exchange (TSE) website. See below for details.

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

(Access the TSE website by using the internet address shown above, enter "Tosoh" in "Issue name (company name)" or the Company's securities code "4042" 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 in person, you may exercise your voting rights via the Internet, etc. or in writing. Please review the attached reference documents for the general meeting of shareholders and **exercise voting rights by 5:00 p.m., Wednesday, June 24, 2026 (JST)**.

1. **Date** Thursday, June 25, 2026, at 10 a.m. Japan Standard Time (reception starts at 9 a.m.)
2. **Venue** Conference Room in Tosoh Club, 1-10-28, Shimizu, Shunan City, Yamaguchi Prefecture
3. **Agenda of the meeting**

**Matters to be reported:**

1. Business report and consolidated financial statements for the 127th term (from April 1, 2025 to March 31, 2026), as well as the audit reports of the independent auditor and the Audit & Supervisory Board for the consolidated financial statements
2. Non-consolidated financial statements for the 127th term (from April 1, 2025 to March 31, 2026)

**Matters to be resolved:**

**Proposal 1:** Election of nine (9) directors
**Proposal 2:** Election of two (2) corporate auditors
**Proposal 3:** Election of two (2) substitute corporate auditors

4. **Exercising voting rights**
   1. In the event approval or opposition to a proposal is not indicated on the voting form for exercising voting rights in writing, it will be treated as indication of approval.
   2. In the event voting rights are exercised both in writing and via the Internet, etc., the votes submitted via the Internet, etc. shall be deemed valid.
   3. If you exercise your voting rights multiple times via the Internet, etc., only the last voting shall be deemed valid.

**Discontinuation of distribution of gifts**

The Company will not distribute gifts at this general meeting of shareholders. Your understanding in this matter would be greatly appreciated.

**Guide to on-demand streaming after the General Meeting of Shareholders**

The Company will not provide livestreaming of this general meeting of shareholders. We will provide on-demand streaming of this general meeting of shareholders after the meeting concludes. For details, please refer to Page .

Notes:

- If any matters to be revised occur in the matters for which measures for providing information in electronic format are to be taken for the general meeting of shareholders, the revised contents will be posted on each of the websites stated on page 1 immediately.
- The Company will not send a notice of resolutions. After the conclusion of the general meeting of shareholders, we will post the resolutions on our website.
- The informational materials for the general meeting of shareholders, for this meeting, will be sent uniformly regardless of whether a written request for delivery has been made. Among the matters for which measures for providing information in electronic format are to be taken, in accordance with the provisions of laws and regulations and Article 16 of the Articles of Incorporation of the Company, the following matters are not provided in the paper-based documents.
  (1) "Consolidated Statement of Changes in Net Assets" and "Notes to Consolidated Financial Statements" among the consolidated financial statements
  (2) "Non-Consolidated Statement of Changes in Net Assets" and "Notes to Non-Consolidated Financial Statements" among the non-consolidated financial statements

  Accordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements provided in the paper-based documents represent part of the documents audited by the independent auditor in preparing the financial audit report and the corporate auditors in preparing the audit report.
- It has not yet been decided whether the same policy as above will be applied to the informational materials for the next and subsequent general meeting of shareholders. We ask for your understanding in advance.
- There will be no gifts provided this year.
- Any changes in the operation of the general meeting of shareholders will be posted on the Company's website, so please check the website.

## Guide for Exercising Voting Rights

The exercise of voting rights at the general meeting of shareholders is an important right of shareholders. Please review the attached "Reference documents for the general meeting of shareholders" and exercise voting rights. There are three ways to exercise voting rights.

**Shareholders attending the meeting in person**

**Exercise voting rights by submitting your voting form to reception**

Please bring this "Notice of the Ordinary General Meeting of Shareholders" and submit the enclosed Voting Rights Exercise Form to the receptionist when you attend the Meeting in person.

Please bring the Voting Rights Exercise Form.

Date and time of the general meeting of shareholders

Thursday, June 25, 2026, at 10:00 a.m., Japan Standard Time (reception opens at 9:00 a.m.)

**Shareholders not attending the meeting in person**

**Exercising your voting rights by mail**

Please indicate your approval or opposition to each proposal on the enclosed Voting Rights Exercise Form, and then return the form by mail.

Please indicate your approval or opposition to each proposal.

Voting deadline

Votes must reach us no later than 5:00 p.m., Wednesday, June 24, 2026, Japan Standard Time

**Filling out the "Voting Rights Exercise Form"**

**Please indicate your approval or opposition to each proposal here.**

| Proposals 1, 2 and 3 |
|---|
| To approve all candidates<br>……Write a circle in the "For" field |
| To oppose all candidates<br>……Write a circle in the "Against" field |
| To oppose some of the candidates<br>……Write a circle in the "For" field and fill in the number of the candidates to oppose on the blank. |

* In the event voting rights are exercised both in writing (post) and via the Internet, etc., the votes submitted via the Internet, etc. shall be deemed valid. In addition, if you exercise your voting rights multiple times via the Internet, etc., only the last vote shall be deemed valid.

**Exercising your voting rights online**

Please access the voting website designated by the Company and indicate your approval or opposition to each proposal by following the instructions on the screen.

Voting Website: **https://www.web54.net** (in Japanese)

Voting Deadline

Votes must be done no later than 5:00 p.m., Wednesday, June 24, 2026, Japan Standard Time.

## Guide for Exercising Your Voting Rights Online

Votes must be done no later than 5:00 p.m., Wednesday, June 24, 2026, Japan Standard Time.

**How to exercise voting rights via smartphone, etc.**

1. Please scan QR code provided on the Voting Rights Exercise Form.
*QR Code is registered trademarks of DENSO WAVE INCORPORATED.
2. Tap the "Go To Voting" button on the top screen of the Portal of Shareholders' Meeting.
3. The Smart Vote top screen will appear. Please indicate your approval or disapproval of each proposal by following the instructions on the screen.

**How to exercise voting rights via PC, etc.**

Please access the following URL by entering the login ID/password shown on the Voting Rights Exercise Form. After logging in, please indicate your approval or disapproval of each proposal by following the instructions on the screen.

Portal of Shareholders' Meeting URL: https://www.soukai-portal.net

The Voting Website will remain available: https://www.web54.net

**Acceptance of questions in advance**

Deadline for accepting questions in advance: until 5:00 p.m., Wednesday, June 17, 2026, Japan Standard Time

At this general meeting of shareholders, the Company will accept questions from shareholders regarding the agenda in advance through the Portal of Shareholders' Meeting. Questions received from shareholders that are considered to be of high interest to shareholders will be addressed at the Meeting. In the same manner as the above method of exercising voting rights, please access the Portal of Shareholders' Meeting and tap/click the "Advance Questions" button on the top screen. The "Input Advance Questions" screen will appear. Please follow the instructions on the screen to input your questions.

*Please note that the Company will not respond to each question individually.

**Notes:**

- If you need to change your votes after exercising your voting rights, you will need to enter your voting rights exercise code and password provided on the Voting Rights Exercise Form.
- If a voting right is exercised both in writing (post) and via the Internet, the vote submitted via the Internet shall be deemed valid. In addition, if you exercise your voting rights multiple times via the Internet, only the last vote shall be deemed valid.
- The service is not available on the first Monday of January, April, July and October from 0:00 a.m. to 5:00 a.m. due to maintenance.

**For inquiries, please contact the following:**

Dedicated Phone Line of Stock Transfer Agency "Web Support," Sumitomo Mitsui Trust Bank, Limited

Telephone: 0120-652-031 (Toll-free, Japan only) (Business hours: 9:00 a.m. to 9:00 p.m.)

Please check out our Q&A.

## Guidance for On-Demand Streaming After the General Meeting of Shareholders

We will be providing on-demand streaming of the general meeting of shareholders after the meeting so that more shareholders can view the proceedings.

**On-demand streaming**

The Company will post the video footage of the state of the meeting on the website below after the meeting.

https://www.svpcloud.jp/systems/ir/company/tosoh/20260625127th/
(in Japanese)

Release start date: Early July, 2026 (scheduled)
Release end date: 6:00 p.m., Monday, August 3, 2026 (scheduled)

Notes:

- We will do our best not to film the appearance of shareholders in attendance, but they may be unavoidably picked up. We kindly ask for your understanding in advance.
- Please note that depending on the equipment used and the Internet connection environment, shareholders may not be able to watch the video or the video and/or audio may not play properly. We kindly ask for your understanding in advance.
- Shareholders are responsible for communications charges etc. associated with viewing of the video.
- Please refrain from video recording, audio recording, photographing, saving, providing to third parties, screening, or reproduction of the video and audio.
- Due to unavoidable circumstances, on-demand streaming may not be conducted. In that case, we will inform you on our website (https://www.tosoh.co.jp) (in Japanese).

## Reference Documents for the General Meeting of Shareholders

**Proposal 1:** Election of nine (9) directors

The terms of office of all nine (9) directors will expire at the conclusion of this meeting.
Accordingly, we propose the election of nine (9) directors.
The candidates for director are as follows:

| No. | Name | Gender | Current position and areas of responsibility in the Company | Tenure (years) | Attendance at Board of Directors meetings | Candidate attributes |
|---|---|---|---|---|---|---|
| 1 | Mamoru Kuwada | Male | Representative director, president | 6 years | 17/17 | Reappointment |
| 2 | Takafumi Kiuchi | Male | Executive vice president<br>President of Chlor-alkali Group and senior general manager of Urethane Division | – | – | New appointment |
| 3 | Akihiro Yoshimizu | Male | Director<br>Executive vice president<br>Senior general manager of Technology Division and president of Engineering Group | 3 years | 17/17 | Reappointment |
| 4 | Nobukatsu Ohmichi | Male | Director<br>Executive vice president<br>President of Specialty Group | 1 year | 13/13 | Reappointment |
| 5 | Koji Horitani | Male | Vice president<br>General manager of Corporate Strategy | – | – | New appointment |
| 6 | Yoshihiro Hombo | Male | External | 6 years | 17/17 | Reappointment<br>External<br>Independent |
| 7 | Mariko Hidaka | Female | External | 6 years | 17/17 | Reappointment<br>External<br>Independent |
| 8 | Yukimasa Nakano | Male | External | 3 years | 17/17 | Reappointment<br>External<br>Independent |
| 9 | Yukiko Hashitera | Female | External | 2 years | 17/17 | Reappointment<br>External<br>Independent |

New Appointment: Candidates for new appointment

Reappointment: Candidates for reappointment

External: Candidates for external directors

Independent: Independent officers

Note: The attendance to Board of Directors meetings of each director candidate is for seventeen (17) Board of Directors meetings held between April 2025 and March 2026.

The candidate Mr. Nobukatsu Ohmichi who currently serves as director, was appointed director in June 2025 and attended Board of Directors meetings held after his appointment.

<table>
<tr><th>No.</th><th>Name<br>Date of birth</th><th>Career summary, and position and areas of responsibility in the Company</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="2">1</td><td>Reappointment<br><br>Mamoru Kuwada<br>September 28, 1960<br>(age 65)<br><br>Tenure as director<br>6 years<br><br>Attendance at Board of Directors meetings<br>100% (17/17 meetings)</td><td>Apr. 1984 Joined the Company<br>Nov. 2009 General manager of Specialty Materials Production, Yokkaichi Complex<br>June 2013 Associate director<br>June 2016 Vice president<br>June 2017 Senior vice president<br>June 2020 Director, executive vice president<br>Mar. 2022 Representative director, president (current position)<br>[Significant concurrent positions outside the Company]<br>No significant concurrent positions.</td><td>61,601</td></tr>
<tr><td colspan="3">[Reasons for nomination]<br>Mamoru Kuwada has extensive experience in such areas as manufacturing, production technology, construction projects, business administration and facilities administration, and he demonstrates strong leadership in directing and supervising group management. Going forward the Company believes he is sufficiently capable to fulfill the role of director in decision-making on important matters and supervision of business execution for the Tosoh Group, has deemed him to be a human resource capable of contributing to sustainable growth of the group and raising corporate value, and therefore proposes him as a candidate for director.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.</td></tr>
<tr><td rowspan="2">2</td><td>New appointment<br><br>Takafumi Kiuchi<br>May 27, 1964<br>(age 62)<br><br>Tenure as director<br>–<br><br>Attendance at Board of Directors meetings<br>–</td><td>Apr. 1988 Joined the Company<br>June 2021 Senior general manager of Urethane Division (current position)<br>Vice president<br>June 2023 Senior vice president<br>June 2025 Executive vice president (current position)<br>[Current areas of responsibilities]<br>President of Chlor-alkali Group and senior general manager of Urethane Division<br>[Significant concurrent positions outside the Company]<br>No significant concurrent positions.</td><td>16,146</td></tr>
<tr><td colspan="3">[Reasons for nomination]<br>Takafumi Kiuchi has extensive experience in such areas as sales and marketing, overseas operations, and business administration, and he contributes to the continuation and expansion of the Tosoh Group. The Company believes he is sufficiently capable to fulfill the role of director in decision-making on important matters and supervision of business execution for the Tosoh Group, has deemed him to be a human resource capable of contributing to sustainable growth of the group and raising corporate value, and therefore proposes him as a candidate for director.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.</td></tr>
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<tr><th>No.</th><th>Name<br>Date of birth</th><th>Career summary, and position and areas of responsibility in the Company</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="2">3</td><td>Reappointment<br><br>Akihiro Yoshimizu<br>March 25, 1964<br>(age 62)<br><br>Tenure as director<br>3 years<br><br>Attendance at Board of Directors meetings<br>100% (17/17 meetings)</td><td>Apr. 1986 Joined the Company<br>June 2012 General manager of Caustic Soda & Chlorine Production, Nanyo Complex<br>June 2017 Vice president<br>June 2020 Senior vice president<br>June 2023 Director, executive vice president (current position)<br>[Current areas of responsibilities]<br>Senior general manager of Technology Division and president of Engineering Group<br>[Significant concurrent positions outside the Company]<br>No significant concurrent positions.</td><td>45,395</td></tr>
<tr><td colspan="3">[Reasons for nomination]<br>Akihiro Yoshimizu has extensive experience in such areas as manufacturing, production technology, and facility management, and he contributes to continued safe and stable production and innovation of production technology for the Tosoh Group. Going forward the Company believes he is sufficiently capable to fulfill the role of director in decision-making on important matters and supervision of business execution for the Tosoh Group, has deemed him to be a human resource capable of contributing to sustainable growth of the group and raising corporate value, and therefore proposes him as a candidate for director.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.</td></tr>
<tr><td rowspan="2">4</td><td>Reappointment<br><br>Nobukatsu Ohmichi<br>December 27, 1965<br>(age 60)<br><br>Tenure as director<br>1 year<br><br>Attendance at Board of Directors meetings<br>100 % (13/13 meetings)</td><td>Apr. 1988 Joined the Company<br>June 2019 Senior general manager of Advanced Materials Division<br>Vice president<br>June 2022 Senior vice president<br>June 2023 Executive vice president<br>June 2025 Director, executive vice president (current position)<br>[Current areas of responsibilities]<br>President of Specialty Group<br>[Significant concurrent positions outside the Company]<br>No significant concurrent positions.</td><td>17,767</td></tr>
<tr><td colspan="3">[Reasons for nomination]<br>Nobukatsu Ohmichi has extensive experience in such areas as manufacturing, production technology, construction projects, and business administration, and he contributes to the continuation and expansion of the Tosoh Group. Going forward the Company believes he is sufficiently capable to fulfill the role of director in decision-making on important matters and supervision of business execution for the Tosoh Group, has deemed him to be a human resource capable of contributing to sustainable growth of the group and raising corporate value, and therefore proposes him as a candidate for director.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.</td></tr>
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| No. | Name<br>Date of birth | Career summary, and position and areas of responsibility in the Company | Number of the Company's shares held |
|---|---|---|---|
| 5 | New appointment<br><br>Koji Horitani<br>May 13, 1969<br>(age 57)<br><br>Tenure as director<br>-<br><br>Attendance at Board of Directors meetings<br>- | Apr. 1993 Joined the Company<br>June 2023 General manager of Corporate Strategy (current position)<br>June 2025 Vice president (current position)<br>[Current areas of responsibilities]<br>General manager of Corporate Strategy<br>[Significant concurrent positions outside the Company]<br>No significant concurrent positions. | 3,016 |
| | [Reasons for nomination]<br>Koji Horitani has extensive experience in such areas as accounting, finance, corporate planning, and overseas operations, and he contributes to the continuation and expansion of the Tosoh Group. The Company believes he is sufficiently capable to fulfill the role of director in decision-making on important matters and supervision of business execution for the Tosoh Group, has deemed him to be a human resource capable of contributing to sustainable growth of the group and raising corporate value, and therefore proposes him as a candidate for director.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company. | | |

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<tr><th>No.</th><th>Name<br>Date of birth</th><th>Career summary, and position and areas of responsibility in the Company</th><th>Number of the Company’s shares held</th></tr>
<tr><td rowspan="3">6</td><td>Reappointment<br>External<br>Independent<br><br>Yoshihiro Hombo<br>March 19, 1957<br>(age 69)<br><br>Tenure as director<br>6 years<br><br>Attendance at Board of Directors meetings<br>100% (17/17 meetings)</td><td>Apr. 1979 Joined Mitsui & Co., Ltd.<br>Apr. 2010 Executive officer<br>Apr. 2012 Managing executive officer<br>Apr. 2014 Senior executive managing officer<br>June 2014 Representative director; senior executive managing officer<br>Apr. 2017 Representative director; executive vice president<br>Apr. 2018 Director<br>June 2018 Counselor<br>Apr. 2019 Vice president and executive officer of VALQUA, LTD.<br>June 2019 Representative director, president & COO<br>June 2020 External director of the Company (current position)<br>June 2024 Director and vice chairman of VALQUA, LTD.<br>Mar. 2025 Outside director of Mitsubishi Pencil Company, Limited (current position)<br>[Significant concurrent positions outside the Company]<br>Outside director of Mitsubishi Pencil Company, Limited</td><td>4,840</td></tr>
<tr><td colspan="2">[Reasons for nomination and outline of expected roles]<br>Yoshihiro Hombo has extensive experience such as in sales and marketing, overseas operations, business supervision and corporate management, and he provides useful advice and appropriate management supervision, taking an objective view of the Tosoh Group. Going forward the Company believes he will provide appropriate management supervision through decision-making on important matters, has deemed that he will provide useful advice for sustainable growth of the group and raising corporate value, and therefore proposes him as a candidate for external director.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.</td></tr>
<tr><td colspan="2">*1 Yoshihiro Hombo is a candidate for external director.<br>*2 The Company has no business relationship with Mitsubishi Pencil Company, Limited, where Yoshihiro Hombo concurrently holds a position. Yoshihiro Hombo retired as counselor of Mitsui & Co., Ltd., Limited in March 2019. Currently he is not an executive of the said company. The Company has a business relationship involving sale of products and purchase of raw materials, etc. with the said company, and the scale of such transactions is approximately two percent of the annual consolidated sales of the Company. Yoshihiro Hombo retired as Director and vice chairman of VALQUA, LTD. in June 2025. Currently he is not an executive of the said company. There is no business relationship between VALQUA, LTD. and the Company.<br>*3 The Company has submitted notice of candidate Yoshihiro Hombo’s designation as an independent officer as stipulated by the Tokyo Stock Exchange, Inc.<br>*4 The Company has set out its own “Criteria for the Independence of External Directors/Corporate Auditors,” whereby a candidate who does not fall into any of the restrictions under such criteria is considered to meet such independence criteria. Yoshihiro Hombo does not fall into any of the restrictions under such criteria, and thus has been selected as a candidate for independent external director. “Criteria for the Independence of External Directors/Corporate Auditors” of the Company are stated on page 19.<br>*5 The Company has entered into a limitation of liability contract with Yoshihiro Hombo, who is currently serving as external director of the Company. If the candidate is reappointed as director, it is planned that he will continue said contract with the Company. The liability for compensation under said contract is limited to the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.<br>*6 In August 2024, it was discovered that from around December 2021, when Yoshihiro Hombo was representative director, president & COO of VALQUA, LTD., executives at VALQUA, LTD. conspired with specific business partners to place inflated orders, with a portion of the funds generated from these inflated orders being embezzled by some of the said executives. In February 2026, it was discovered that a former employee of VALQUA, LTD. misappropriated the company funds for personal use during the tenure, unauthorized withdrawals and transfers from the company’s bank accounts for more than ten years have been confirmed.</td></tr>
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<tr><th>No.</th><th>Name<br>Date of birth</th><th>Career summary, and position and areas of responsibility in the Company</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="3">7</td><td>Reappointment<br>External<br>Independent<br><br>Mariko Hidaka<br>May 4, 1961 (age 65)<br><br>Tenure as director<br>6 years<br><br>Attendance at Board of Directors meetings<br>100% (17/17 meetings)</td><td>Apr. 1984 Joined Chuo Audit Corporation<br>Apr. 1987 Registered as certified public accountant<br>July 2000 Partner of Chuo Audit Corporation<br>July 2006 Senior partner of Chuo Aoyama Audit Corporation<br>Aug. 2007 Senior partner of Ernst & Young ShinNihon (currently Ernst & Young ShinNihon LLC)<br>June 2020 External director of the Company (current position)<br>Aug. 2020 Representative of Hidaka CPA Office (current position)<br>June 2021 External director (Audit and Supervisory Committee member) of KYOKUTO BOEKI KAISHA, LTD. (current position)<br>[Significant concurrent positions outside the Company]<br>Representative of Hidaka CPA Office<br>External director (Audit and Supervisory Committee Member) of KYOKUTO BOEKI KAISHA, LTD.</td><td>5,082</td></tr>
<tr><td colspan="3">[Reasons for nomination and outline of expected roles]<br>Mariko Hidaka has extensive experience such as in accounting and auditing as well as supporting corporate management, and she provides useful advice and appropriate management supervision, taking an objective view of the Tosoh Group. Going forward, the Company believes she will provide appropriate management supervision through decision-making on important matters, has deemed that she will provide useful advice for sustainable growth of the group and raising corporate value, and therefore proposes her as a candidate for external director. Mariko Hidaka has never been directly involved in the management of a company, except as an external officer. However, the Company judges she will appropriately fulfill her duties as an external director based on the above reasons.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.</td></tr>
<tr><td colspan="3">*1 Mariko Hidaka is a candidate for external director.<br>*2 Mariko Hidaka retired as senior partner of Ernst & Young ShinNihon (currently Ernst & Young ShinNihon LLC) in July 2020. Currently she is not an executive of the said company. There is no business relationship between Ernst & Young ShinNihon and the Company. In addition, although the Company has business relationship with KYOKUTO BOEKI KAISHA, LTD., where she concurrently holds a position, there is no special relationship. There is no business relationship between Hidaka CPA Office, which she represents, and the Company.<br>*3 The Company has submitted notice of candidate Mariko Hidaka's designation as an independent officer as stipulated by the Tokyo Stock Exchange, Inc.<br>*4 The Company has set out its own "Criteria for the Independence of External Directors/Corporate Auditors," whereby a candidate who does not fall into any of the restrictions under such criteria is considered to meet such independence criteria. Mariko Hidaka does not fall into any of the restrictions under such criteria, and thus has been selected as a candidate for independent external director. "Criteria for the Independence of External Directors/Corporate Auditors" of the Company are stated on page 19.<br>*5 The Company has entered into a limitation of liability contract with Mariko Hidaka, who is currently serving as external director of the Company. If the candidate is reappointed as director, it is planned that she will continue said contract with the Company. The liability for compensation under said contract is limited to the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.</td></tr>
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<tr><th>No.</th><th>Name<br>Date of birth</th><th colspan="2">Career summary, and position and areas of responsibility in the Company</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="3">8</td><td>Reappointment<br>External<br>Independent<br><br>Yukimasa Nakano<br>May 7, 1957 (age 69)<br><br>Tenure as director<br>3 years<br><br>Attendance at Board of Directors meetings<br>100% (17/17 meetings)</td><td colspan="2">Apr. 1982 Joined Onoda Cement Co., Ltd.<br>Apr. 2016 General manager of Kyushu Branch, Taiheiyo Cement Corporation<br>Apr. 2017 Executive officer<br>Apr. 2020 Managing executive officer<br>Apr. 2022 Senior executive officer<br>June 2022 Director, senior executive officer<br>Apr. 2023 Director<br>June 2023 External director of the Company (current position)<br>[Significant concurrent positions outside the Company]<br>No significant concurrent positions.</td><td>1,620</td></tr>
<tr><td colspan="4">[Reasons for nomination and outline of expected roles]<br>Yukimasa Nakano has extensive experience in accounting, sales and marketing, business coordination, corporate management, and other areas. He provides useful advice and appropriate management supervision, taking an objective view of the Tosoh Group. Going forward, the Company believes he will provide appropriate management supervision through decision-making on matters important for the group, has deemed that he will provide advice beneficial for the sustainable growth of the group and raising corporate value, and therefore proposes him as a candidate for external director.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.</td></tr>
<tr><td colspan="4">*1 Yukimasa Nakano is a candidate for external director.<br>*2 Yukimasa Nakano retired as director of Taiheiyo Cement Corporation in June 2023. Currently he is not an executive of the said company. The Company has a business relationship involving sale of products and purchase of raw materials, etc. with said company, and the scale of such transactions is approximately one percent of the annual consolidated sales of the Company.<br>*3 The Company has registered Yukimasa Nakano as an independent officer prescribed by the Tokyo Stock Exchange, Inc.<br>*4 The Company has set out its own "Criteria for the Independence of External Directors/Corporate Auditors," whereby a candidate who does not fall into any of the restrictions under such criteria is considered to meet such independence criteria. Yukimasa Nakano does not fall into any of the restrictions under such criteria, and thus has been selected as a candidate for independent external director. "Criteria for the Independence of External Directors/Corporate Auditors" of the Company are stated on page 19.<br>*5 The Company has entered into a limitation of liability contract with Yukimasa Nakano, who currently serves as external Director of the Company. If the candidate is reappointed as director, it is planned that he will continue said contract with the Company. The liability for compensation under said contract is limited to the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.</td></tr>
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<table>
<tr><th>No.</th><th>Name<br>Date of birth</th><th>Career summary, and position and areas of responsibility in the Company</th><th>Number of the Company’s shares held</th></tr>
<tr><td rowspan="3">9</td><td>Reappointment<br>External<br>Independent<br><br>Yukiko Hashitera<br>November 19, 1966<br>(age 59)<br><br>Tenure as director<br>2 years<br><br>Attendance at Board of Directors meetings<br>100% (17/17 meetings)</td><td>Apr. 1989 Joined Ueno Fine Chemicals Industry, Ltd.<br>Apr. 2001 Joined R-TECH UENO, LTD.<br>Apr. 2006 CEO of R-TECH UENO, LTD.<br>Mar. 2018 CEO of Phoenixi Co Ltd. (current position)<br>Mar. 2024 Independent outside director of the board, Nissha Co., Ltd. (current position)<br>June 2024 External director of the Company (current position)<br>[Significant concurrent positions outside the Company]<br>CEO of Phoenixi Co Ltd.<br>Independent outside director of the board, Nissha Co., Ltd.</td><td>1,946</td></tr>
<tr><td colspan="3">[Reasons for nomination and outline of expected roles]<br>Yukiko Hashitera has extensive experience in R&D, quality control, human resource development, and other areas. She provides useful advice and appropriate management supervision, taking an objective view of the Tosoh Group. Going forward, the Company believes she will provide appropriate management supervision through decision-making on important matters, has deemed that she will provide useful advice for sustainable growth of the group and raising corporate value, and therefore proposes her as a candidate for external director.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.</td></tr>
<tr><td colspan="3">*1 Yukiko Hashitera is a candidate for external director.<br>*2 Yukiko Hashitera is CEO of Phoenixi Co Ltd. The Company has no business relationship with Phoenixi Co Ltd. In addition, the Company has no business relationship with Nissha Co., Ltd., where she concurrently holds a position.<br>*3 The Company has submitted notice of candidate Yukiko Hashitera’s designation as an independent officer as stipulated by the Tokyo Stock Exchange, Inc.<br>*4 The Company has set out its own “Criteria for the Independence of External Directors/Corporate Auditors,” whereby a candidate who does not fall into any of the restrictions under such criteria is considered to meet such independence criteria. Yukiko Hashitera does not fall into any of the restrictions under such criteria, and thus has been selected as a candidate for independent external director. “Criteria for the Independence of External Directors/Corporate Auditors” of the Company are stated on page 19.<br>*5 The Company has entered into a limitation of liability contract with Yukiko Hashitera, who currently serves as external Director of the Company. If the candidate is reappointed as director, it is planned that she will continue said contract with the Company. The liability for compensation under said contract is limited to the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.</td></tr>
</table>

Note: The ages stated for the candidates are current as of the sending of this notice of the Ordinary General Meeting of Shareholders.

**Summary of a directors and officers liability insurance contract**

The Company has concluded a directors and officers liability insurance contract as prescribed in Article 430-3, paragraph (1) of the Companies Act with an insurance company, whereby insureds are compensated for the amount of damages and litigation expenses in cases where the insured receives a claim for damages arising from actions of the insureds in the execution of their duties. However, damages caused by acts performed by insureds while recognizing that they violate the law or criminal acts by insureds will not be covered.

Directors, corporate auditors, executive officers, and associate directors of the Company and its registered subsidiaries are insured parties under said insurance contract, and insurance premiums are fully paid by the Company and its registered subsidiaries according to the affiliation of the insured.

If the candidates for director in Proposal 1 are appointed as directors, they will be insured under said insurance contract.

In addition, said insurance contract is renewed in May of each year upon resolution of the Board of Directors.

**Proposal 2:** Election of two (2) corporate auditors

The terms of office of corporate auditors, Tetsuya Teramoto and Tsuneyasu Ozaki, will expire at the conclusion of this meeting.
Accordingly, we propose the election of two (2) corporate auditors.
The Audit & Supervisory Board has consented to this proposal.
The candidates for corporate auditor are as follows:

<table>
<tr><th>No.</th><th>Name<br>Date of birth</th><th>Career summary</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="2">1</td><td>New appointment<br>External<br>Independent<br><br>Naoyoshi Yamada<br>January 21, 1958<br>(age 68)<br><br>Tenure as corporate auditor<br>-<br><br>Attendance at Board of Directors meetings<br>-</td><td>Apr. 1982 Joined the Ministry of International Trade and Industry<br>Apr. 2012 Director-general of Tohoku Bureau of Economy Trade and Industry<br>Oct. 2013 Joined Hitachi Construction Machinery Co., Ltd.<br>Apr. 2016 Executive officer<br>Apr. 2017 Vice president and executive officer<br>Apr. 2019 Senior vice president and executive officer<br>Apr. 2022 Executive vice president and executive officer<br>Apr. 2025 Senior executive<br>Apr. 2026 Special adviser (current position)<br>[Significant concurrent positions outside the Company]<br>No significant concurrent positions.</td><td>0</td></tr>
<tr><td colspan="3">[Reasons for nomination]<br>Naoyoshi Yamada has extensive experience in national economic policy, corporate management, and other areas. Given this track record, he is believed capable of appropriately carrying out audits of the execution of duties by directors, and the Company proposes him as a candidate for external corporate auditor.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.<br>*1 Naoyoshi Yamada is a candidate for external corporate auditor.<br>*2 Naoyoshi Yamada serves as a special adviser of Hitachi Construction Machinery Co., Ltd. The Company has no business relationship with Hitachi Construction Machinery Co., Ltd.<br>*3 The Company is scheduled to designate Naoyoshi Yamada as an independent officer prescribed by the Tokyo Stock Exchange, Inc. and register him as such with said exchange.<br>*4 The Company has set out its own Criteria for the Independence of External Directors/Corporate Auditors, whereby a candidate who does not fall into any of the restrictions under such criteria is considered to meet such independence criteria. Naoyoshi Yamada does not fall into any of the restrictions under such criteria, and thus has been selected as candidate for independent external corporate auditor. Criteria for the Independence of External Directors/Corporate Auditors of the Company are stated on page 19.<br>*5 If Naoyoshi Yamada assumes the office as corporate auditor, it is planned that he will enter into a limitation of liability contract with the Company. The liability for compensation under said contract is limited to the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.</td></tr>
</table>

<table>
<tr><th>No.</th><th>Name<br>Date of birth</th><th>Career summary</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="2">2</td><td>New appointment<br>External<br>Independent<br><br>Yuko Kawai<br>June 14, 1977<br>(age 48)<br><br>Tenure as corporate auditor<br>-<br><br>Attendance at Board of Directors meetings<br>-</td><td>Oct. 2006 Registered as attorney-at-law admitted in Japan<br>Oct. 2006 Joined Nishimura & Partners (currently, Nishimura & Asahi (Gaikokuho Kyodo Jigyo))<br>Feb. 2014 Registered as attorney-at-law admitted in New York<br>Jan. 2019 Partner of Nishimura & Asahi (currently, Nishimura & Asahi (Gaikokuho Kyodo Jigyo)) (current position)<br>July 2020 Member of the Committee for Promoting Open-data in Public Transportation Sectors, of the Ministry of Land, Infrastructure, Transport and Tourism<br>Oct. 2022 Member of the Committee for Local Public Transportation, at the Council for Transportation Policy, of the Ministry of Land, Infrastructure, Transport and Tourism (current position)<br>Apr. 2023 Member of the Committee for Aviation, at the Council for Transportation Policy, of the Ministry of Land, Infrastructure, Transport and Tourism (current position)<br>[Significant concurrent positions outside the Company]<br>Partner of Nishimura & Asahi (Gaikokuho Kyodo Jigyo)</td><td>0</td></tr>
<tr><td colspan="3">[Reasons for nomination]<br>Yuko Kawai has expertise and a wealth of experience as an attorney-at-law. Given this track record, she is believed capable of appropriately carrying out audits of the execution of duties by directors, and the Company proposes her as a candidate for external corporate auditor. Yuko Kawai has never been directly involved in the management of a company. However, the Company judges she will appropriately fulfill her duties as an external corporate auditor based on the above reasons.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.<br>*1 Yuko Kawai is a candidate for external corporate auditor.<br>*2 Yuko Kawai currently serves as partner of Nishimura & Asahi (Gaikokuho Kyodo Jigyo). Although the Company engages the firm as needed, the scale of such transactions is less than two percent of the annual transaction volume of the firm.<br>*3 The Company is scheduled to designate Yuko Kawai as an independent officer prescribed by the Tokyo Stock Exchange, Inc. and register her as such with said exchange.<br>*4 The Company has set out its own Criteria for the Independence of External Directors/Corporate Auditors, whereby a candidate who does not fall into any of the restrictions under such criteria is considered to meet such independence criteria. Yuko Kawai does not fall into any of the restrictions under such criteria, and thus has been selected as candidate for independent external corporate auditor. Criteria for the Independence of External Directors/Corporate Auditors of the Company are stated on page 19.<br>*5 If Yuko Kawai assumes the office as corporate auditor, it is planned that she will enter into a limitation of liability contract with the Company. The liability for compensation under said contract is limited to the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.</td></tr>
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Note: The ages stated for the candidates are current as of the sending of this notice of the Ordinary General Meeting of Shareholders.

**Summary of a directors and officers liability insurance contract**

The Company has concluded a directors and officers liability insurance contract as prescribed in Article 430-3, paragraph (1) of the Companies Act with an insurance company, whereby insureds are compensated for the amount of damages and litigation expenses in cases where the insured receives a claim for damages arising from actions of the insureds in the execution of their duties. However, damages caused by acts performed by insureds while recognizing that they violate the law or criminal acts by insureds will not be covered.

Directors, corporate auditors, executive officers, and associate directors of the Company and its registered subsidiaries are insured parties under said insurance contract, and insurance premiums are fully paid by the Company and its registered subsidiaries according to the affiliation of the insured.

If the candidates for corporate auditor in Proposal 2 are appointed as corporate auditors, they will be insured under said insurance contract.

In addition, said insurance contract is renewed in May of each year upon resolution of the Board of Directors.

**Reference: Skills matrix of officers (including those not up for election at this General Meeting of Shareholders)**

**(Note: The following list does not represent all the attributes of each officer.)**

| Officer | | Corporate management | Finance accounting | Legal compliance risk management | Sales marketing | Manufac-turing R&D technology | International experience | Human resources diversity | Sustainabi-lity |
|---|---|---|---|---|---|---|---|---|---|
| Director | Mamoru Kuwada | ○ | | ○ | ○ | ○ | ○ | ○ | ○ |
| | Takafumi Kiuchi | ○ | | | ○ | | ○ | | |
| | Akihiro Yoshimizu | ○ | | | | ○ | | | ○ |
| | Nobukatsu Ohmichi | ○ | | | ○ | ○ | ○ | | ○ |
| | Koji Horitani | ○ | ○ | ○ | | | ○ | | |
| | Yoshihiro Hombo | ○ | ○ | | ○ | | ○ | ○ | |
| | Mariko Hidaka | ○ | ○ | ○ | | | | ○ | |
| | Yukimasa Nakano | ○ | ○ | | ○ | | | | |
| | Yukiko Hashitera | ○ | | ○ | | ○ | | ○ | ○ |
| Corporate auditor | Satoru Yonezawa | ○ | ○ | ○ | ○ | | ○ | | |
| | Takafumi Matake | ○ | ○ | ○ | ○ | | | ○ | |
| | Naoyoshi Yamada | ○ | | ○ | ○ | | ○ | | ○ |
| | Yuko Kawai | | | ○ | | | ○ | ○ | |

**Proposal 3:** Election of two (2) substitute corporate auditors

The validity of the assignment of substitute corporate auditor ends at the start of this meeting. Therefore, we propose the election of two (2) substitute corporate auditors in case the number of corporate auditors falls short of that provided for in laws and regulations.

As candidates for substitute corporate auditor, the Company proposes Koji Kawamoto as a substitute for corporate auditor Satoru Yonezawa, and Kenta Nagao as a substitute for external corporate auditors Takafumi Matake, Naoyoshi Yamada, and Yuko Kawai, on the condition that Proposal 2, "Election of two (2) corporate auditors" is approved.

If either of the substitute corporate auditors can legally assume the office as corporate auditor, Koji Kawamoto will assume the office as corporate auditor.

The Audit & Supervisory Board has consented to this proposal.

The candidates for substitute corporate auditor are as follows:

<table>
<tr><th>No.</th><th>Name<br>Date of birth</th><th>Career summary</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="2">1</td><td>Koji Kawamoto<br>July 28, 1957<br>(age 68)</td><td>Apr. 1980 Joined the Company<br>June 2009 Manager of Corporate Control & Accounting<br>June 2010 Associate director<br>June 2013 Director<br>June 2016 Director, executive vice president<br>June 2019 Corporate auditor<br><br>[Significant concurrent positions outside the Company]<br>No significant concurrent positions.</td><td>48,000</td></tr>
<tr><td colspan="3">[Reasons for nomination]<br>Koji Kawamoto has a wealth of experience in such areas as both director and corporate auditor of the Company. Given this track record, he is believed capable of appropriately carrying out audits of the execution of duties by directors, and the Company proposes him as a candidate for substitute corporate auditor.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.<br>*1 Koji Kawamoto is a candidate for substitute corporate auditor.<br>*2 If Koji Kawamoto assumes the office as corporate auditor, it is planned that he will enter into a limitation of liability contract with the Company. The liability for compensation under said contract is limited to the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.</td></tr>
</table>

<table>
<tr><th>No.</th><th>Name<br>Date of birth</th><th>Career summary</th><th>Number of the Company's shares held</th></tr>
<tr><td rowspan="2">2</td><td>External<br>Independent<br><br>Kenta Nagao<br>December 25, 1958<br>(age 67)</td><td>Oct. 1986 Joined Chuo Audit Corporation<br>Aug. 1990 Registered as certified public accountant<br>Dec. 1995 Retired from Chuo Audit Corporation<br>July 1997 Registered as certified public tax accountant<br>Aug. 2011 Managing partner of Growing Tax Corporation (current position)<br><br>[Significant concurrent positions outside the Company]<br>Managing partner of Growing Tax Corporation<br>Audit and supervisory committee member of SUSMED, Inc.</td><td>0</td></tr>
<tr><td colspan="3">[Reasons for nomination]<br>Kenta Nagao has expertise and a wealth of experience as a certified public accountant as well as a certified public tax accountant. Given this track record, he is believed capable of appropriately carrying out audits of the execution of duties by directors, and the Company proposes him as a candidate for substitute external corporate auditor. Kenta Nagao has never been directly involved in the management of a company, except as an external officer. However, the Company judges he will appropriately fulfill his duties as an external corporate auditor based on the above reasons.<br><br>[Special interest between candidate and the Company]<br>The candidate has no special interests in the Company.<br>*1 Kenta Nagao is a candidate for substitute external corporate auditor.<br>*2 Kenta Nagao currently serves as managing partner of Growing Tax Corporation. There is no business relationship between Growing Tax Corporation and the Company.<br>*3 If Kenta Nagao assumes the office as corporate auditor, the Company is scheduled to designate him as an independent officer prescribed by the Tokyo Stock Exchange, Inc. and register him as such with said exchange.<br>*4 The Company has set out its own Criteria for the Independence of External Directors/Corporate Auditors, whereby a candidate who does not fall into any of the restrictions under such criteria is considered to meet such independence criteria. Kenta Nagao does not fall into any of the restrictions under such criteria, and thus has been selected as candidate for independent substitute external corporate auditor. Criteria for the Independence of External Directors/Corporate Auditors of the Company are stated on page 19.<br>*5 If Kenta Nagao assumes the office as corporate auditor, it is planned that he will enter into a limitation of liability contract with the Company. The liability for compensation under said contract is limited to the minimum liability amount provided for in Article 425, paragraph (1) of the Companies Act.</td></tr>
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Directors, corporate auditors, executive officers, and associate directors of the Company and its registered subsidiaries are insured parties under said insurance contract, and insurance premiums are fully paid by the Company and its registered subsidiaries according to the affiliation of the insured.

In the event that both of the candidates for the substitute corporate auditor in Proposal 3 are appointed as corporate auditors, they will be insured under said insurance contract.

In addition, said insurance contract is renewed in May of each year upon resolution of the Board of Directors.

(Reference) Criteria for the Independence of External Directors/Corporate Auditors of Tosoh Corporation

The Company has set out the following "Criteria for the Independence of External Directors/Corporate Auditors," whereby a candidate who does not fall under any of the restrictions in such criteria is considered to meet such criteria.

(1) A person who served as executive director, executive officer, vice president or otherwise as employee of the Company or its subsidiaries in the past ten years

(2) Executive director, executive officer or vice president of an entity whose main business partner is the Company (a business partner that provides products or services to the Company and whose transaction amount is equivalent to more than two percent of the total annual consolidated sales in the most recent fiscal year)

(3) Executive director, executive officer or vice president of a major business partner of the Company (a business partner for which the Company provides products or services and whose transaction amount is equivalent to more than two percent of the total annual consolidated sales of the Company in the most recent fiscal year)

(4) A person who receives cash or other property benefit equivalent to an amount of 10 million yen or more per annum from the Company as a consultant, accounting professional or legal professional, besides executive compensation paid by the Company

(5) A person who has fallen under any restriction from (2) to (4) above in the past three years, and

(6) A relative within the second degree of kinship of a person who falls under any restriction from (1) to (5) above