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(Securities Code: 3580)

June 5, 2026

To Shareholders with Voting Rights:

(Date of commencement of measures for  
electronic provision: June 2, 2026)

Daisuke Nakayama

President

KOMATSU MATERE Co., Ltd.

Nu 167, Hama-machi, Nomi-city, Ishikawa, Japan

## Notice of Convocation of the 114th General Meeting of Shareholders

Dear Shareholders:

Thank you for your continued support.

Please be informed that the 114th General Meeting of Shareholders of KOMATSU MATERE Co., Ltd. (the “Company”) will be held for the purposes as described below.

The Company has taken electronic provision measures in convening this General Meeting of Shareholders and posted matters subject to electronic provision measures in the “Notice of Convocation of the 114th General Meeting of Shareholders” on the following website on the Internet.

The Company’s website: <https://www.komatsumatere.co.jp/ir/meeting/> (available in Japanese only)

In addition to the website above, the Company has also posted the matters subject to electronic provision measures on the website of the Tokyo Stock Exchange, Inc. (TSE). To confirm the information, please visit the TSE website below and enter and search for the Issue name (company name) or the Code, select “Basic information” and then “Documents for public inspection/PR information.”

TSE website (Listed Company Search): <https://www2.jpx.co.jp/tseHpFront/JJK020030Action.do>

If you are unable to attend the meeting in person, you can exercise your voting rights in writing or via the Internet, etc. in advance. Please review the Reference Documents for the General Meeting of Shareholders included in the matters subject to electronic provision measures, and exercise your votes either in writing or via the Internet, etc. no later than 5:00 p.m. on Tuesday, June 23, 2026, Japan time.

1. **Date and Time:** Wednesday, June 24, 2026 at 10:00 a.m. Japan time (Doors open at 9:30 a.m.)

2. **Place:** The head office of KOMATSU MATERE Co., Ltd.  
Nu 167, Hama-machi, Nomi-city, Ishikawa, Japan

3. **Meeting Agenda:**

- Matters to be reported:**
1. Business Report, Consolidated Financial Statements and Accounting Auditors' and Audit and Supervisory Committee's Reports on Consolidated Financial Statements for the 114th term (from April 1, 2025 to March 31, 2026)
  2. Non-consolidated Financial Statements for the 114th term (from April 1, 2025 to March 31, 2026)

**Proposals to be resolved:**

**Proposal 1:** Appropriation of Surplus

We wish to propose a year-end dividend of 13 yen per share (annual dividend: 27 yen).

**Proposal 2:** Election of Nine (9) Members of the Board (excluding Directors who are Audit and Supervisory Committee Members)

We request approval for the election of the following nine (9) candidates.

No.	Name	No.	Name
1	Hisae Sasaki <span style="border: 1px solid black; padding: 2px;">Reappointment</span>	6	Hiroshi Onishi <span style="border: 1px solid black; padding: 2px;">Reappointment</span> <span style="border: 1px solid black; padding: 2px;">Outside</span> <span style="border: 1px solid black; padding: 2px;">Independent</span>
2	Daisuke Nakayama <span style="border: 1px solid black; padding: 2px;">Reappointment</span>	7	Shuji Yamashita <span style="border: 1px solid black; padding: 2px;">Reappointment</span> <span style="border: 1px solid black; padding: 2px;">Outside</span> <span style="border: 1px solid black; padding: 2px;">Independent</span>
3	Toshiyasu Kometani <span style="border: 1px solid black; padding: 2px;">Reappointment</span>	8	Setsuro Horiuchi <span style="border: 1px solid black; padding: 2px;">Reappointment</span> <span style="border: 1px solid black; padding: 2px;">Outside</span> <span style="border: 1px solid black; padding: 2px;">Independent</span>
4	Naoto Ogawa <span style="border: 1px solid black; padding: 2px;">Reappointment</span>	9	Kenta Nomura <span style="border: 1px solid black; padding: 2px;">New candidate</span> <span style="border: 1px solid black; padding: 2px;">Outside</span>
5	Shigeyuki Nakamura <span style="border: 1px solid black; padding: 2px;">Reappointment</span>		

**Proposal 3:** Election of Two (2) Substitute Directors who are Audit and Supervisory Committee Members

We request approval for the election of the following two (2) candidates.

No.	Name	No.	Name
1	Kazuki Yamamori	2	Ryuichi Ikemizu <span style="border: 1px solid black; padding: 2px;">Outside</span> <span style="border: 1px solid black; padding: 2px;">Independent</span>

**Attendance on the Day of the Meeting**

- As the executives and staff at the meeting will be dressed in business casual (Cool Biz) on the day, shareholders attending the meeting are also requested to dress casually.
- There will be no reception held nor any souvenirs presented to attendees.

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- The documents sent in hard copy to shareholders who have requested them do not include the following matters, pursuant to the provisions of laws and regulations and the Company's Articles of Incorporation. Accordingly, they form part of the documents audited by the Accounting Auditor and the Audit and Supervisory Committee Members when preparing the Audit Reports.

- Business Report: Accounting Auditor's status, Systems and policies of the Company
- Consolidated Financial Statements: Consolidated Balance Sheet, Consolidated Statement of Income, Consolidated Statement of Changes in Shareholders' Equity, Notes to the Consolidated Financial Statements
- Non-Consolidated Financial Statements: Non-Consolidated Balance Sheet, Non-Consolidated Statement of Income, Non-Consolidated Statement of Changes in Shareholders' Equity, Notes to Non-Consolidated Financial Statements
- Audit Reports: Accounting Auditor's Audit Report on Consolidated Financial Statements, and Accounting Auditor's Audit Report on Non-Consolidated Financial Statements

- Any revisions to matters subject to measures for electronic provision will be posted on each of the websites where such matters are posted.
- The Company accepts questions and opinions from shareholders during the period from June 5, 2026 (Friday) to June 12, 2026 (Friday). We will address matters of high interest to shareholders in this General Meeting of Shareholders. If you have any questions or opinions, please send them to us to our email address (114soukai@komatsumatere.co.jp), indicating your shareholder number and name.
- In the event of any significant changes in the operation of the General Meeting of Shareholders such as a change in the date, time, place, etc. of the meeting stated in the Notice of Convocation, the Company will post a notice on our website promptly.

## Reference Documents for the General Meeting of Shareholders

### **Proposal 1: Appropriation of Surplus**

Regarding the appropriation of surplus, we would like to propose as follows:

#### 1. Matters regarding Year-end Dividend

The Company regards returning profits to shareholders as one of its important business priorities, and our basic policy is to continuously provide stable dividends.

Regarding the consolidated payout ratio, we have strived to strengthen and enhance our revenue base in order to achieve a payout ratio of 40% or more of profit attributable to owners of parent for the fiscal year under review.

As for the year-end dividend for the fiscal year under review, we propose a dividend of 13 yen per share (ordinary dividend). As a result, the annual dividend will be 27 yen per share, an increase of 2 yen from the previous fiscal year, including an interim dividend of 14 yen per share.

#### (1) Type of dividend property

Cash

#### (2) Matters regarding the assignment of the dividend property to shareholders and the total amount

13 yen per share of common stock of the Company

Total amount: 497,711,968 yen

#### (3) Date on which the appropriation of surplus takes effect

June 25, 2026

**Proposal 2: Election of Nine (9) Members of the Board (excluding Directors who are Audit and Supervisory Committee Members)**

The terms of office of all nine (9) Members of the Board will expire at the end of this Annual General Meeting of Shareholders. Accordingly, the Company requests the election of nine (9) Member of the Board.

In determining this Proposal, the Company has received a report from the Audit and Supervisory Committee stating that there are no matters requiring comment.

The candidates for Members of the Board are as follows:

No.	Name	Current Position
1	Hisae Sasaki <span style="float: right;">Reappointment</span>	Chairman of the Board
2	Daisuke Nakayama <span style="float: right;">Reappointment</span>	President
3	Toshiyasu Kometani <span style="float: right;">Reappointment</span>	Senior Executive Director (Representative Board Member)
4	Naoto Ogawa <span style="float: right;">Reappointment</span>	Executive Director (Member of the Board)
5	Shigeyuki Nakamura <span style="float: right;">Reappointment</span>	Member of the Board
6	Hiroshi Onishi <span style="float: right;">Reappointment Outside Independent</span>	Member of the Board
7	Shuji Yamashita <span style="float: right;">Reappointment Outside Independent</span>	Member of the Board
8	Setsuro Horiuchi <span style="float: right;">Reappointment Outside Independent</span>	Member of the Board
9	Kenta Nomura <span style="float: right;">New candidate Outside</span>	—

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
1	<p>Hisae Sasaki (February 26,1953)</p> <p><u>Reappointment</u></p> <p>Board of Directors meetings attended: 7/7 (100%)</p>	<p>Apr.1977      Joined Toray Industries, Inc.</p> <p>Apr. 2001      General Manager, Textile Development Center of Toray Industries, Inc.</p> <p>Jun. 2004      President and Plant Manager, P.T. Indonesia Synthetic Textile Mills/P.T. Acryl Textile Mills</p> <p>Oct. 2007      Deputy President in charge of production, Penfabric Sdn. Berhad</p> <p>Jun. 2009      General Manager of Fiber Processing Technology Department, Toray Industries, Inc.</p> <p>Jun. 2010      Director in charge of high-order processing technology and production, Production Division, Toray Industries, Inc.</p> <p>Jun. 2014      Full-time Commissioner in charge of high-order processing technology and production, Production Division of Toray Industries, Inc.</p> <p>Jun. 2018      Part-time, Production Division of Toray Industries, Inc.</p> <p>Jan. 2020      Retired from Toray Industries, Inc.</p> <p>Feb. 2020      General Manager of Corporate Strategic Planning Office of the Company</p> <p>Jun. 2020      President</p> <p>Jun. 2024      Chief Executive Officer</p> <p>Apr. 2026      Chairperson (Member of the Board) (to present)</p> <p>[Reasons for nomination as a candidate for Member of the Board] Mr. Hisae Sasaki has abundant business experience in the fiber processing technology division and management experience as a Member of the Board of the Company. The Company nominates him as a candidate for Member of the Board as we believe that he is capable of quickly responding to changes in the future economy and business environment and promoting management efficiency from a global perspective.</p>	87,566

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
2	Daisuke Nakayama (October 6,1969) <u>Reappointment</u> Board of Directors meetings attended: 7/7 (100%)	<p>Apr.1992      Joined the Company.</p> <p>Oct. 2006      General Manager of International Sales Department and General Manager of Market Exploration Office</p> <p>Jun. 2009      Director, General Manager of International Sales Department, Assistant General Manager of Marketing Division and General Manager of Fashion Planning Office</p> <p>Jun. 2011      Member of the Board, Assistant General Manager of Sales Division and General Manager of Sales Division No. 1</p> <p>Feb. 2013      Member of the Board and General Manager of Business Division No. 1</p> <p>Jun. 2014      Executive Director (Member of the Board) and General Manager of Business Division No. 1</p> <p>Jan. 2017      Executive Director (Member of the Board), General Manager of Sales Division and General Manager of Sales Planning Office</p> <p>Sep. 2017      Executive Director (Member of the Board), General Manager of Sales Division and General Manager of International Sales Department</p> <p>Jun. 2019      Senior Executive Director (Member of the Board), General Manager of Sales Division and General Manager of International Sales Department</p> <p>Apr. 2020      Senior Executive Director (Member of the Board), General Manager of Sales Division</p> <p>Jun. 2023      Senior Executive Director (Representative Board Member) General Manager of Sales Division</p> <p>Jun. 2024      President, General Manager of Sales Division</p> <p>Apr. 2025      President</p> <p>Apr. 2026      President Chief Executive Officer, Chief Operating Officer (to present)</p> <p>[Reasons for nomination as a candidate for Member of the Board] Mr. Daisuke Nakayama has abundant business experience at sales-related departments of the Company and management experience as a Member of the Board of the Company, and he is currently demonstrating his leadership as a member of the management team. The Company nominates him as a candidate for Member of the Board to leverage his ability and experience for management of the Company and its group companies.</p>	91,668

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
3	Toshiyasu Kometani (October 17,1968) <u>Reappointment</u> Board of Directors meetings attended: 7/7 (100%)	<p>Apr.1991      Joined the Company</p> <p>Jun. 2009      Executive Officer, Assistant General Manager of Relevant Business Division and Deputy General Manager, KOMATSU SEIREN (SUZHOU) TEXTILE &amp; DYEING Co., Ltd.</p> <p>Jan. 2012      Executive Officer, Assistant General Manager of Fabric Manufacturing Division and General Manager of Factory No. 5</p> <p>Dec. 2013      Executive Officer, Assistant General Manager of Fabric Manufacturing Technology Division and General Manager, KOMATSU SEIREN (SUZHOU) TEXTILE &amp; DYEING Co., Ltd.</p> <p>Sep. 2017      Director of the Company and President of KOMATSU SEIREN (SUZHOU) TEXTILE &amp; DYEING Co., Ltd.</p> <p>Jan. 2022      Executive Officer of the Company and President of KOMATSU MATERE (SUZHOU) TRADING CO., LTD.</p> <p>Apr. 2023      Executive Officer, General Manager of Fabric Manufacturing Division</p> <p>Jun. 2023      Member of the Board, General Manager of Fabric Manufacturing Division</p> <p>Jun. 2024      Executive Director (Member of the Board), General Manager of Fabric Manufacturing Division</p> <p>Jun. 2025      Senior Executive Director General Manager of Fabric Manufacturing Division</p> <p>Apr. 2026      Senior Executive Director (Representative Board Member) &amp; Senior Executive Director (Executive Officer), General Manager of Fabric Manufacturing Division (to present)</p> <p>[Reasons for nomination as a candidate for Member of the Board]            Mr. Toshiyasu Kometani has abundant business experience at fabric manufacturing related departments of the Company, global experience, and management experience as a Member of the Board of the Company, and he is currently demonstrating his leadership as a member of the management team. The Company nominates him as a candidate for Member of the Board to leverage his ability and experience for management of the Company and its group companies.</p>	48,049

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
4	Naoto Ogawa (April 6, 1957) <u>Reappointment</u> Board of Directors meetings attended: 7/7 (100%)	<p>Apr.1982      Joined Sokoseiren Co., Ltd.</p> <p>Jun. 2004      Director of Sokoseiren Co., Ltd.</p> <p>Jun. 2009      Managing Director of Sokoseiren Co., Ltd.</p> <p>Jun. 2010      Representative Director and President of Sokoseiren Co., Ltd.</p> <p>Jun. 2016      Retired from Sokoseiren Co., Ltd.</p> <p>Sep. 2016      Advisor of the Company</p> <p>Jan. 2017      President of KOMAXON Co., Ltd. (retired in January 2020)</p> <p>Sep. 2019      Advisor to Fabric Manufacturing and R&amp;D Division of the Company</p> <p>Oct. 2019      General Manager of R&amp;D Division</p> <p>Jun. 2020      Executive Director (Member of the Board), General Manager of R&amp;D Division</p> <p>Jun. 2024      Executive Director (Member of the Board), General Manager of R&amp;D Division, General Manager of Administrative Division</p> <p>Apr. 2025      Executive Director (Member of the Board), General Manager of R&amp;D Division</p> <p>Apr. 2026      Executive Director (Member of the Board) &amp; Executive Director (Executive Officer), General Manager of R&amp;D Division (to present)</p> <p>[Reasons for nomination as a candidate for Member of the Board]            Mr. Naoto Ogawa has abundant knowledge and experience at the R&amp;D division and management experience as a Member of the Board of the Company and is currently demonstrating his leadership as a member of the management team. The Company nominates him as a candidate for Member of the Board to leverage his ability and experience for the management of the Company and its group companies.</p>	30,438

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
5	Shigeyuki Nakamura (June 19, 1971)  <u>Reappointment</u>  Board of Directors meetings attended: 6/6 (100%)-	Apr.1994      Joined the Company Feb. 2013      General Manager of Accounting Department Oct. 2018      General Manager of Internal Audit Office and General Manager of Examination Office Oct. 2019      General Manager of Legal Affairs Department and General Manager of Internal Audit Office Feb. 2020      Deputy General Manager of Administrative Division, General Manager of Legal Department and General Manager of Internal Audit Office Apr. 2020      Deputy General Manager of Administrative Division, General Manager of General Affairs Department, General Manager of Legal Department, General Manager of Internal Audit Office and General Manager of Group Business Administration Office Jul. 2020      Member of the Board, Deputy General Manager of Administrative Division, General Manager of Accounting & Finance Department and General Manager of Group Business Administration Office Apr. 2021      Member of the Board, Deputy General Manager of Administrative Division, General Manager of Internal Audit Office, General Manager of Accounting & Finance Department and General Manager of Group Business Administration Office Apr. 2023      Member of the Board, General Manager of Corporate Strategic Planning Office (Corporate Planning, Related Business Management Office), and General Manager of Internal Audit Office Jun. 2023      Senior Executive Officer, General Manager of Corporate Strategic Planning Office (Corporate Planning, Related Business Management Office), and General Manager of Internal Audit Office Jun. 2025      Member of the Board, General Manager of Corporate Strategic Planning Office (Corporate Planning, Related Business Management Office) Apr. 2026      Member of the Board, Senior Executive Officer, General Manager of Corporate Strategic Planning Office and General Manager of Related Business Division (to present)	27,191
		[Reasons for nomination as a candidate for Member of the Board] Mr. Shigeyuki Nakamura has abundant knowledge and experience in the administration division and management experience as a Member of the Board of the Company, and is currently demonstrating his leadership as Senior Executive Officer. The Company nominates him as a candidate for Member of the Board to leverage his ability and experience for the management of the Company and its group companies.	

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
6	<p>Hiroshi Onishi (June 13,1955)</p> <p><u>Reappointment</u></p> <p><u>Outside Director</u></p> <p><u>Independent</u></p> <p>Board of Directors meetings attended: 7/7 (100%)</p>	<p>Apr.1979      Joined Isetan Co., Ltd.</p> <p>Jun. 2005      Executive Officer, Head of General Planning, Corporate Planning Division of Isetan Co., Ltd.</p> <p>Mar. 2008      Managing Executive Officer, General Manager of MD Administration Department, Department Store Business Headquarters of Mitsukoshi, Ltd. Managing Executive Officer, Isetan Co., Ltd.</p> <p>Jun. 2009      President and CEO, Isetan Co., Ltd.</p> <p>Apr. 2011      President and CEO, General Manager of Operation Headquarters of Isetan Mitsukoshi Ltd.</p> <p>Feb. 2012      President and CEO, Isetan Mitsukoshi Holdings Ltd. President and CEO, Isetan Mitsukoshi Ltd.</p> <p>Jun. 2018      Executive Vice President, Japan Airport Terminal Co., Ltd. President, Haneda Future Research Institute Incorporated</p> <p>Jun. 2021      Member of the Board of the Company (to present)</p> <p>Jun. 2023      Representative Director, Executive Vice President, and Executive Officer, Japan Airport Terminal Co., Ltd.</p> <p>Jun. 2025      President, Haneda Future Research Institute Incorporated</p> <p>May 2026      President, SBI Local Creators Co., Ltd. (to present)</p> <p>[Reasons for nomination as a candidate for Outside Director and outline of expected roles as Outside Director] The Company nominates Mr. Hiroshi Onishi as a candidate for Outside Director to obtain advice and oversight from him on management of the Company, based on his abundant experience and broad insight in the retail industry, including department stores. In addition, the Company expects him to provide highly effective supervision of the management team from an independent and objective perspective, based on his experience as a B to C (Business-to-Consumer) business manager.</p>	0

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
7	Shuji Yamashita (July 25,1955) <input type="checkbox"/> Reappointment <input type="checkbox"/> Outside Director <input type="checkbox"/> Independent Board of Directors meetings attended: 7/7 (100%)	Apr.1979      Joined Komatsu Ltd. Oct. 1986      Komatsu America Manufacturing Corp. Oct. 2000      Director, General Manager of Administration Division, PT Komatsu Indonesia Apr. 2005      General Manager, Komatsu Shantui Construction Machinery Co., Ltd. Apr. 2009      Executive Officer, Oyama Plant Manager, Komatsu Ltd. Apr. 2012      Executive Officer, Awazu Plant Manager, Komatsu Ltd. Apr. 2014      Senior Executive Officer, Vice President of Production Division, Awazu Plant Manager, Komatsu Ltd. Apr. 2016      Senior Executive Officer, Vice President of Production Division and President of Parts Operation Division, Komatsu Ltd. Jul. 2018      Technical Advisor, Komatsu Ltd. (to present) Jun. 2022      Member of the Board of the Company (to present)	0
		[Reasons for nomination as a candidate for Outside Director and outline of expected roles as Outside Director] The Company nominates Mr. Shuji Yamashita as a candidate for Outside Director to obtain advice and oversight from him on management of the Company, based on his abundant experience and broad insight as a global corporate manager. In addition, the Company expects him to provide highly effective supervision of the management team from an independent and objective perspective, based on his experience as a manager of a manufacturer.	

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
8	Setsuro Horiuchi (February 4, 1952) <u>Reappointment</u> <u>Outside Director</u> <u>Independent</u> Board of Directors meetings attended: 7/7 (100%)	Apr. 1981      Joined Sugawara & Yamada Law Office Apr. 1991      General Partner, Horiuchi Law Office (to present) Jun. 2022      Member of the Board of the Company (to present)	0
		[Reasons for nomination as a candidate for Outside Director and outline of expected roles as Outside Director] The Company nominates Mr. Setsuro Horiuchi as a candidate for Outside Director to obtain advice and oversight from him on management of the Company, based on legal knowledge and broad insight he has accumulated as a lawyer. Although he does not have experience of being directly involved in the management of a company in any way other than becoming an outside officer, the Company expects him to provide highly effective supervision of the management team from an independent and objective perspective, based on his knowledge and experience.	
9	Kenta Nomura (May 1, 1971) <u>New candidate</u> <u>Outside Director</u> Board of Directors meetings attended: –	Apr. 1994      Joined Toray Industries, Inc. Mar. 2010      Manager of Women's & Men's Woven Fabrics Section 1, Women's & Men's Wear Fabrics Department, Toray Industries, Inc. Jun. 2014      Director of Penfabric Sdn. Berhad Dec. 2019      Manager of Sports Woven Fabric Section 1, Sports Wear & Clothing Materials Fabrics Department, Toray Industries, Inc. Nov. 2022      General Manager, Women's & Men's Wear Fabrics Department, Toray Industries, Inc. Apr. 2026      General Manager of Textiles Division, Toray Industries, Inc. (to present)	0
		[Reasons for nomination as a candidate for Outside Director and outline of expected roles as Outside Director] Mr. Kenta Nomura has engaged in the field of fibers & textiles at Toray Industries, Inc. and has a high level of expertise. The Company nominates him as a candidate for Outside Director to obtain comments and suggestions from him on management of the Company. In addition, the Company expects him to provide highly effective supervision of the management team from an independent and objective perspective, based on his professional work experience in the fibers & textiles business.	

Notes:

- The special interest between each candidate and the Company is as described below.  
Mr. Kenta Nomura is the General Manager of the Textiles Division of Toray Industries, Inc. The Company has a business relationship with Toray Industries, Inc., which includes sales and purchases of products. There are no special interests between the Company and other candidates.
- Mr. Hiroshi Onishi, Mr. Shuji Yamashita, Mr. Setsuro Horiuchi, and Mr. Kenta Nomura are candidates for Outside Director.
- If the appointment of Mr. Hiroshi Onishi, Mr. Shuji Yamashita, Mr. Setsuro Horiuchi, and Mr. Kenta Nomura is approved, the Company will continue its agreements with Mr. Hiroshi Onishi, Mr. Shuji Yamashita, and Mr. Setsuro Horiuchi to limit their liability in accordance with its Articles of Incorporation, and will conclude the same kind of agreement to limit his liability with Mr. Kenta Nomura. The maximum amount of liability for damages under the limited liability agreement will be the amount stipulated by laws and regulations.
- The Company has concluded a directors and officers liability insurance contract stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company to insure the Members of the Board, and will continue and renew the contract. If the candidates are reappointed or appointed, they will be included as the insured under the contract. The outline of the contract is as described in Business Report 3. Matters Related to Officers of the Company; (2) Outline of the contents of directors and officers liability insurance contracts.
- Requirements for Independent Officers  
Mr. Hiroshi Onishi, Mr. Shuji Yamashita, and Mr. Setsuro Horiuchi satisfy the requirements for independent

officers stipulated by Tokyo Stock Exchange, Inc.

6. Number of years the candidates for Outside Director have served as Outside Director of the Company
  - (1) At the conclusion of this General Meeting of Shareholders, Mr. Hiroshi Onishi will have been in office as Outside Director of the Company for five years.
  - (2) At the conclusion of this General Meeting of Shareholders, Mr. Shuji Yamashita and Mr. Setsuro Horiuchi will have been in office as Outside Director of the Company for four years.

### Reference: Composition of Board of Directors and Skills Matrix After Appointment

While ensuring a well-balanced structure to cover the Company's various functions and business divisions, the Company's Board of Directors is composed of Board Members who have outstanding management judgment, with a streamlined structure comprising only the necessary personnel to ensure swift decision-making.

In addition, the balance of knowledge, experience, and capabilities of the Board of Directors as a whole and the approach to diversity and size are aligned with the Company's policy regarding the nomination and appointment of candidates for Member of the Board.

		Corporate Management	Global	Sales & Marketing	Production, R&D	Legal Risk Management	Finance Accounting	Labor Affairs HR Development	ESG Sustainability
Members of the Board	Hisae Sasaki	○				○	○		
	Daisuke Nakayama	○	○	○					
	Toshiyasu Kometani		○		○				
	Naoto Ogawa				○				○
	Shigeyuki Nakamura					○	○		
	Hiroshi Onishi	○		○					
	Shuji Yamashita		○		○				
	Setsuro Horiuchi					○			
	Kenta Nomura		○	○					
Directors who are Audit and Supervisory Committee Members	Kazuhiro Yonezawa				○				
	Seiji Sakashita						○		
	Aki Yokogoshi							○	

**Proposal 3: Election of Two (2) Substitute Directors who are Audit and Supervisory Committee Members**

The Company proposes electing Mr. Kazuki Yamamori as a substitute Director who is an Audit and Supervisory Committee Member for those other than the Outside Directors who are Audit and Supervisory Committee Members and Mr. Ryuichi Ikemizu as a substitute Director who is an Audit and Supervisory Committee Member for the Outside Directors who are Audit and Supervisory Committee Members, in case the number of Directors who are Audit and Supervisory Committee Members falls short of that stipulated by laws and regulations.

The Company has obtained the consent of the Audit and Supervisory Committee regarding this proposal.

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

No.	Name	Current Position
1	Kazuki Yamamori	Executive Officer, General Manager of Related Business Management Office
2	Ryuichi Ikemizu <span style="display: inline-block; border: 1px solid black; padding: 2px;">Outside Independent</span>	—

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
1	Kazuki Yamamori (April 23, 1969)  Board of Directors meetings attended: —	<p>Apr. 1992      Joined The HOKKOKU Bank, Ltd.</p> <p>Apr. 2012      Komatsu Minami Branch Manager, The HOKKOKU Bank, Ltd.</p> <p>Apr. 2014      Toyama Minami Branch Manager &amp; Promotional Officer, Sales Management Division, The HOKKOKU Bank, Ltd.</p> <p>Apr. 2017      General Manager of Nomi Area and Terai Branch Manager, The HOKKOKU Bank, Ltd.</p> <p>Apr. 2020      General Manager of Consulting Department, The HOKKOKU Bank, Ltd.</p> <p>Mar. 2021      Executive Officer and General Manager of Consulting Department, The HOKKOKU Bank, Ltd.</p> <p>Mar. 2022      Director and Executive Officer, The CC Innovation, Ltd.</p> <p>Mar. 2023      Director and Managing Executive Officer, The CC Innovation, Ltd.</p> <p>Mar. 2025      Managing Executive Officer and General Manager of Corporate Banking Department, The HOKKOKU Bank, Ltd.</p> <p>Apr. 2026      Executive Officer, General Manager of Related Business Management Office, the Company (to present)</p> <p>[Reasons for nomination as a candidate for substitute Director who is an Audit and Supervisory Committee Member] Mr. Kazuki Yamamori has abundant knowledge and experience in finance and accounting, and operational experience in corporate management consulting. The Company nominates him as a candidate for substitute Director who is an Audit and Supervisory Committee Member to have him conduct an objective audit of business execution, etc. of the Company.</p>	0

No.	Name (Date of birth)	Past experience, positions and significant concurrent positions	Number of shares of the Company held
2	Ryuichi Ikemizu (May 30, 1947)  <div style="border: 1px solid black; padding: 2px; width: fit-content;">Outside Director who is an Audit and Supervisory Committee Member</div>  <div style="border: 1px solid black; padding: 2px; width: fit-content;">Independent Officer</div>	Apr. 1970      Joined Sato Certified Public Accountant Office Sep. 1972      Registered as an Accountant Assistant Mar. 1978      Registered as a Certified Public Accountant Feb. 1980      Registered as a Certified Public Tax Accountant Jan. 1991      President of Ikemizu and Galloping Staff, Ltd. (to present) Dec. 2011      Representative of Sawayaka Tax Accounting Corporation (to present)	0
<div style="border: 1px solid black; padding: 5px;"> <p>[Reasons for nomination as a candidate for substitute Outside Director who is an Audit and Supervisory Committee Member and outline of expected roles as Outside Director]  Although Mr. Ryuichi Ikemizu does not have experience of direct involvement in management, he has been working as a certified public accountant and business consultant for many years. Considering that he will be able to leverage the extensive experience and knowledge he gained through his career to audit the business execution of the Company objectively, the Company nominates him as a candidate for substitute Outside Director who is an Audit and Supervisory Committee Member.</p> </div>			

Notes:

1. Mr. Ryuichi Ikemizu is President of Ikemizu and Galloping Staff, Ltd., a firm that has a contract with the Company concerning business support, and the value of those transactions represents less than 1% of the Company's consolidated net sales. There are no special interests between Mr. Kazuki Yamamori and the Company.
2. Mr. Ryuichi Ikemizu is a candidate for substitute Outside Director who is an Audit and Supervisory Committee Member.
3. If Mr. Ryuichi Ikemizu takes office as Director who is an Audit and Supervisory Committee Member, the Company will conclude an agreement with him to limit his liability in accordance with its Articles of Incorporation. The maximum amount of liability for damages under the liability limitation agreement will be the amount stipulated by laws and regulations.
4. The Company has concluded a directors and officers liability insurance contract stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company to insure the Directors who are Audit and Supervisory Committee Members. If Mr. Kazuki Yamamori and Mr. Ryuichi Ikemizu take office as Directors who are Audit and Supervisory Committee Members, they will be insured under the contract. The outline of the contract is as described in Business Report 3. Matters Related to Officers of the Company; (2) Outline of the contents of directors and officers liability insurance contracts.
5. Requirements for Independent Officers  
Mr. Ryuichi Ikemizu satisfies the requirements for independent officers stipulated by Tokyo Stock Exchange, Inc.