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Securities Code: 6323

May 14, 2025

Start date of measures for electronic provision: May 7, 2025

To Our Shareholders:

Yoshiyuki Fujishiro, President and CEO

**RORZE CORPORATION**

1588-2 Michinoue, Kannabe-cho, Fukuyama-shi,  
Hiroshima

## Notice of the 40th Annual General Meeting of Shareholders

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

We hereby announce that the 40th Annual General Meeting of Shareholders of RORZE CORPORATION (the “Company”) will be held as described below.

**In convening this General Meeting of Shareholders, the Company has taken measures to electronically provide the information contained in the Reference Documents for the General Meeting of Shareholders, etc. (Matters for Electronic Provision), and these are posted on the following websites. Please access any of these websites to check the details.**

[The Company’s website]

[https://www.rorze.com/en/news\\_category/ir/](https://www.rorze.com/en/news_category/ir/)

(Please access the above website and select “Notice of the 40th Annual General Meeting of Shareholders” to view the documents.)

[The website of the Tokyo Stock Exchange (Tokyo Stock Exchange Listed Company Search)]

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

(Please access the above website, enter and search for either “RORZE CORPORATION” in the “Issue name (company name)” field or “6323” in the “Code” field, and then select “Basic information,” followed by “Documents for public inspection/PR information”. Select “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting]” field in the “Filed information available for public inspection” section in order to view the information provided.)

**In lieu of attending the meeting in person, you can exercise your voting rights via the internet or in writing. Please review the Reference Documents for the General Meeting of Shareholders and follow the instructions below to exercise your voting rights by 6:00 p.m. on Wednesday, May 28, 2025 (JST).**

1. **Date and Time:** Thursday, May 29, 2025, at 9:30 a.m. (JST) (Reception opens at 9:00 a.m.)
2. **Venue:** Head Office Cafeteria of the Company  
1588-2 Michinoue, Kannabe-cho, Fukuyama-shi, Hiroshima

### **3. Purpose of the Meeting**

#### **Matters to be reported:**

1. Business Report, Consolidated Financial Statements and audit results of Consolidated Financial Statements by Financial Auditor and Audit & Supervisory Board for the 40th fiscal year (from March 1, 2024 to February 28, 2025)
2. Non-consolidated Financial Statements for the 40th fiscal year (from March 1, 2024 to February 28, 2025)

#### **Matters to be resolved:**

**Proposal No. 1:** Appropriation of Surplus

**Proposal No. 2:** Election of Seven Directors

**Proposal No. 3:** Election of Two Audit & Supervisory Board Members

- When attending the meeting on the day, please submit the enclosed voting form at the reception desk.
  - The notice of any revisions to the matters for electronic provision will be posted on the websites listed on the previous page, together with the versions before and after revision.
  - Although the Company sends a document containing matters for electronic provision to shareholders who request the provision of physical documents, the following items will not be included in accordance with laws and regulations and the Articles of Incorporation of the Company.
- I. Business Report
5. System to ensure the adequacy of the business and the operation status of the system
- (1) Overview of the system to ensure the adequacy of the business
  - (2) Overview of the operation status of the system to ensure the adequacy of the business

II. Notes to Consolidated Financial Statements

III. Notes to Non-consolidated Financial Statements

Accordingly, the Audit & Supervisory Board Members and Financial Auditor have conducted audits of documents subject to audit, including the above items.

## Guide to Exercising Voting Rights

You may exercise your voting rights by the following three methods.

### ■ If you attend the General Meeting of Shareholders

Please submit the enclosed voting form at the reception desk of the venue.

Date and time: Thursday, May 29, 2025, at 9:30 a.m. (JST) (Reception opens at 9:00 a.m.)

### ■ Exercising voting rights via the internet, etc.

Please scan the QR code provided on the bottom right of the voting form with your smartphone, or access the designated voting rights exercise website (<https://www.web54.net>) and indicate your vote for or against each of the proposals.

Exercise deadline: Wednesday, May 28, 2025, at 6:00 p.m. (JST)

1. In order to prevent unauthorized access by non-shareholders (impersonation) and tampering with the content of votes, we kindly ask shareholders using the voting rights exercise website to change their password on the website.
2. A new “voting right exercise code” and “password” will be provided each time a General Meeting of Shareholders is convened.
3. Any costs incurred when accessing the voting rights exercise website (internet access fees, telephone fees, etc.) are to be borne by the shareholder. If you are using a smartphone, data charges and other usage fees may apply, and these too shall be borne by the shareholder.
4. Institutional investors may also use the electronic voting rights exercise platform operated by ICJ, Inc. for this General Meeting of Shareholders.

### ■ Exercising voting rights via postal mail

Indicate your vote for or against each of the proposals on the enclosed voting form and send it by postal mail without a stamp.

Exercise deadline: Wednesday, May 28, 2025, at 6:00 p.m. (JST)

- ※ In the event that you exercise your voting rights on multiple occasions via the internet, etc., the most recent vote will be deemed valid.
- ※ In the event that you exercise your voting rights both via the internet, etc. and in writing, the vote exercised via the internet, etc. will be deemed valid.
- ※ If you exercise your voting rights in writing and do not indicate a vote for or against a proposal, it will be deemed that you have indicated your approval of the proposal.

## Exercising voting rights via the internet, etc.

Exercise deadline: Wednesday, May 28, 2025, at 6:00 p.m. (JST)

### ■By scanning QR code® (Smart Vote)

You may log in to the voting rights exercise website without entering the voting rights exercise code and password.

1. Scan the QR code provided in the bottom right of the voting form.

Note: “QR code” is a registered trademark of DENSO WAVE INCORPORATED.



2. Follow the instructions on the screen to indicate your vote for or against each of the proposals.

Please note that you can only exercise your voting rights once with “Smart Vote.”

If you wish to change your vote, please access the voting rights exercise website for PCs, log in by entering your “voting right exercise code” and “password” provided on the voting form, and exercise your voting rights again.

Note: If you scan the QR code again, you will be automatically taken to the website for PCs.

### ■By entering your voting right exercise code and password

Voting rights exercise website (<https://www.web54.net>) (in Japanese)

1. Please access the voting rights exercise website.



2. Enter the “voting right exercise code” indicated on the voting form.

Enter the “voting right exercise code”

Click on “Login”

3. Enter the “password” indicated on the voting form.

Enter the “password”

Click on “Register”

4. Follow the instructions on the screen to indicate your vote for or against each of the proposals.

Note: The operation screen images are for illustrative purposes only.

If you have any inquiries regarding the operation of a computer or smartphone when exercising your voting rights via the internet, etc., please contact the following:

**Stock Transfer Agency Web Support, Sumitomo Mitsui Trust Bank, Limited**  
**Tel: 0120-652-031 (toll-free and available from 9:00 a.m. to 9:00 p.m., only in Japan)**

## Reference Documents for the General Meeting of Shareholders

### Proposals and Reference Information

#### Proposal No. 1: Appropriation of Surplus

In accordance with our dividend policy and taking into consideration the business performance for the fiscal year under review as well as future business development, the Company proposes the appropriation of surplus as follows.

#### Year-end dividends

- (1) Type of dividend property  
To be paid in cash
- (2) Matters related to the allocation of dividend property and total amount  
¥17 per common share of the Company  
Total: ¥2,998,207,380
- (3) Effective date of distribution of surplus  
May 30, 2025

#### <Reference>

#### Dividend policy

The Company recognizes that returning profits to shareholders is one of its key management priorities. While securing sufficient internal reserves necessary for future business development and strengthening our management foundation, we are committed to maintaining stable dividends as a basic policy while comprehensively taking into account business performance, financial condition, and other factors to return profits to shareholders.

**Proposal No. 2:** Election of Seven Directors

The terms of office of all seven Directors will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the election of seven Directors is proposed.

The candidates for Director are as follows:

Candidate No.	Name		Current position in the Company
1	Yoshiyuki Fujishiro	Re-election	President and CEO
2	Hideharu Nakamura	Re-election	Director
3	Katsushi Hayasaki	Re-election	Director
4	Fumio Sakiya	Re-election	Director and Advisor
5	Hiroshi Hamori	Re-election Outside Independent	Outside Director
6	Hidenori Morishita	Re-election Outside Independent	Outside Director
7	Nahomi Aoto	Re-election Outside Independent	Outside Director

Re-election: Candidate for Director to be re-elected

Outside: Candidate for Outside Director

Independent: Independent officer registered with the Tokyo Stock Exchange

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
1	Yoshiyuki Fujishiro (March 18, 1980)  Re-election  Attendance at Board of Directors meetings 17/17 times	Sept. 2006	Joined the Company	5,276,000 shares
		Nov. 2009	General Manager of Software Solution Department	
		May 2013	Senior Managing Director	
		May 2015	President and CEO (current position)	
		Apr. 2017	Representative Director and Chairman of RORZE ROBOTECH CO., LTD. (Vietnam)	
		Nov. 2021	Outside Director of ADTEC Plasma Technology Co., Ltd. (current position)	
		Aug. 2024	Director of RORZE ROBOTECH CO., LTD. (Vietnam) (current position)	
		[Significant concurrent positions outside the Company] Director of RORZE ROBOTECH CO., LTD. (Vietnam) Director of RORZE TECHNOLOGY, INC. (Taiwan) Director of RORZE SYSTEMS CORPORATION (South Korea) Outside Director of ADTEC Plasma Technology Co., Ltd.		
[Reasons for nomination as candidate for Director]  As President and CEO of the Company, Mr. Yoshiyuki Fujishiro has demonstrated strong leadership in overseeing the management of the entire Group. Given his ability to exercise appropriate supervision and decision-making across all aspects of management, the Company has determined that he is capable of appropriately fulfilling the duties of Director, and has therefore nominated him as a candidate for Director.  Note: There are no special interests between Mr. Yoshiyuki Fujishiro and the Company.				
2	Hideharu Nakamura (July 24, 1963)  Re-election  Attendance at Board of Directors meetings 17/17 times	Sept. 1989	Joined the Company	40,000 shares
		July 1995	Manager of Manufacturing Section, Semiconductor System Department	
		Jan. 1997	General Director and President of RORZE ROBOTECH INC. (Current RORZE ROBOTECH CO., LTD.) (Vietnam)	
		May 1997	Director of the Company (current position)	
		Aug. 2024	Representative Director and Chairman of RORZE ROBOTECH CO., LTD. (Vietnam) (current position)	
		[Significant concurrent positions outside the Company] Representative Director and Chairman of RORZE ROBOTECH CO., LTD. (Vietnam) Director of RORZE TECHNOLOGY, INC. (Taiwan) Director of RORZE SYSTEMS CORPORATION (South Korea)		
[Reasons for nomination as candidate for Director]  Mr. Hideharu Nakamura has been involved in the Company's manufacturing division for many years, and contributed to building the foundation of our production sites. Given his deep insight into equipment production and extensive experience related to management, the Company has determined he is capable of appropriately fulfilling the duties of Director, and has thus nominated him as a candidate for Director.  Note: There are no special interests between Mr. Hideharu Nakamura and the Company.				



Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
3	Katsushi Hayasaki (August 1, 1965)	June 1998	Joined the Company	36,000 shares
	Re-election	Nov. 2001	General Manager of Overseas Business Department	
		May 2003	Director (current position)	
	Attendance at Board of Directors meetings 17/17 times	June 2005	Executive Officer	
			General Manager of Overseas Business Division	
		Mar. 2011	General Manager of Overseas Sales Department	
		[Significant concurrent positions outside the Company] Director of RORZE ROBOTECH CO., LTD. (Vietnam) Director of RORZE TECHNOLOGY, INC. (Taiwan) Director of RORZE SYSTEMS CORPORATION (South Korea)		
[Reasons for nomination as candidate for Director]  Mr. Katsushi Hayasaki has extensive experience and a proven track record in the global expansion of the sales of semiconductor devices. The Company has determined he is capable of leveraging this experience and track record to appropriately fulfill the duties of Director, and has thus nominated him as a candidate for Director.  Note: There are no special interests between Mr. Katsushi Hayasaki and the Company.				
4	Fumio Sakiya (April 13, 1945)	Mar. 1985	Established the Company	61,942,000 shares
	Re-election		President and CEO	
		May 2015	Representative Director and Chairman	
	Attendance at Board of Directors meetings 17/17 times	May 2017	Director and Advisor (current position)	
		[Significant concurrent positions outside the Company] Director of RORZE SYSTEMS CORPORATION (South Korea)		
		[Reasons for nomination as candidate for Director]  As the founder of the Company, Mr. Fumio Sakiya has demonstrated strong leadership in overseeing the management of the entire Group for many years. Given his ability to exercise appropriate supervision and decision-making across all aspects of management based on his insight and extensive experience as a manager, the Company has determined that he is capable of appropriately fulfilling the duties of Director, and has therefore nominated him as a candidate for Director.  Note: There are no special interests between Mr. Fumio Sakiya and the Company.		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
5	Hiroshi Hamori (March 20, 1977)  Re-election Outside Independent  Attendance at Board of Directors meetings 17/17 times	Oct. 1999	Joined OHT Inc.	-
		July 2008	Director and Manager of Research & Development Department, Research & Development Division	
		July 2014	President (current position)	
		May 2016	Outside Director of the Company (current position)	
		June 2020	Executive Officer, V Technology Co., Ltd. (current position)	
		[Significant concurrent positions outside the Company] President of OHT Inc.		
	[Reasons for nomination as candidate for Outside Director and overview of expected role] Mr. Hiroshi Hamori currently serves as President of OHT Inc. The Company expects him to provide advice on management and supervise the execution of business operations based on his business experience and insight, and thus proposes to nominate him as an Outside Director. We anticipate that he will continue to share his knowledge of the semiconductor manufacturing equipment industry and provide overall oversight and advice in the areas of the Company's technology development, sales and marketing, and global business.			
	Notes: 1. There are no special interests between Mr. Hiroshi Hamori and the Company. 2. Mr. Hiroshi Hamori is a candidate for Outside Director. The Company has designated him as an independent officer as prescribed by the regulations of the Tokyo Stock Exchange, and has submitted notification to said exchange of this designation. 3. Mr. Hiroshi Hamori currently serves as Outside Director of the Company. He will have served as Outside Director for nine years at the conclusion of this General Meeting of Shareholders. 4. The Company has entered into a limited liability agreement with Mr. Hiroshi Hamori pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, which limits his liability for damages under Article 423, paragraph 1 of the same Act. The maximum amount of liability for damages under said agreement is limited to the minimum liability amount set forth in Article 425, paragraph 1 of the Companies Act. If Mr. Hiroshi Hamori is reappointed and assumes office, the Company plans to continue this agreement with him.			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
6	Hidenori Morishita (October 1, 1971)	Feb. 1999	Joined Adtec Co. (Current ADTEC Plasma Technology Co., Ltd.)	-
		Nov. 2012	Director	
		Nov. 2018	President (current position)	
	Re-election	May 2022	Outside Director of the Company (current position)	
	Outside			
	Independent			
	Attendance at Board of Directors meetings			
	17/17 times	[Significant concurrent positions outside the Company] President of ADTEC Plasma Technology Co., Ltd.		
[Reasons for nomination as candidate for Outside Director and overview of expected role] Mr. Hidenori Morishita currently serves as the President of a listed company. The Company expects him to provide guidance and advice regarding our business operations based on his breadth of business experience and insight, and thus proposes to nominate him as an Outside Director. We anticipate that he will continue to share his knowledge of the semiconductor manufacturing equipment industry and provide overall oversight and advice in the areas of the Company's sales, marketing, and global business as Outside Director.				
Notes: 1. Mr. Hidenori Morishita is concurrently serving as President of ADTEC Plasma Technology Co., Ltd., with which the Company has business transactions such as the sale and purchase of products. However, the annual transaction amount is insignificant, accounting for less than 1% of the Company's consolidated net sales, and therefore does not affect his independence. 2. Mr. Hidenori Morishita is a candidate for Outside Director. The Company has designated him as an independent officer as prescribed by the regulations of the Tokyo Stock Exchange, and has submitted notification to said exchange of this designation. 3. Mr. Hidenori Morishita currently serves as Outside Director of the Company. He will have served as Outside Director for three years at the conclusion of this General Meeting of Shareholders. 4. The Company has entered into a limited liability agreement with Mr. Hidenori Morishita pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, which limits his liability for damages under Article 423, paragraph 1 of the same Act. The maximum amount of liability for damages under said agreement is limited to the minimum liability amount set forth in Article 425, paragraph 1 of the Companies Act. If Mr. Hidenori Morishita is reappointed and assumes office, the Company plans to continue this agreement with him.				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
7	<p>Nahomi Aoto (May 26, 1958)</p> <p>Re-election Outside Independent</p> <p>Attendance at Board of Directors meetings after appointment 14/14 times</p>	<p>Apr. 1983    Joined NEC Corporation</p> <p>Dec. 2011    Executive Officer of Elpida Memory, Inc. (Current Micron Memory Japan, K.K.)</p> <p>Apr. 2015    Sr. Director, responsible for the development of DRAM and new memory processes, the Technology Development Division of Micron Technology Inc. (U.S.)</p> <p>Nov. 2017    Sr. Director, responsible for the development of DRAM processes, the Technology Development Division of Micron Memory Japan, K.K.</p> <p>Feb. 2023    Advisory Board Member of Electronics and Manufacturing Field of National Institute of Advanced Industrial Science and Technology (current position)</p> <p>Aug. 2023    Specially Appointed Professor of Research Institute for Semiconductor Engineering of Hiroshima University (current position) Visiting Professor by Special Designation, Center for Innovative Integrated Electronic Systems of Tohoku University (current position)</p> <p>Mar. 2024    Outside Director of Nippon Electric Glass Co., Ltd. (current position)</p> <p>May 2024    Outside Director of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Specially Appointed Professor of Research Institute for Semiconductor Engineering of Hiroshima University Visiting Professor by Special Designation, Center for Innovative Integrated Electronic Systems of Tohoku University Outside Director of Nippon Electric Glass Co., Ltd.</p>	-
<p>[Reasons for nomination as candidate for Outside Director and overview of expected role] Ms. Nahomi Aoto has served as Executive Officer at Elpida Memory, Inc., the predecessor of Micron Memory Japan, K.K., and as head of the technology development division at Micron Memory Japan, K.K. She has made significant contributions in the technology development divisions of global companies, has been involved in human resources development, and possesses specialized knowledge and extensive experience in technology development. The Company expects her to provide guidance and advice regarding our business operations based on her breadth of business experience and insight, and thus proposes to nominate her as an Outside Director. We anticipate that she will continue to share her knowledge of the semiconductor manufacturing equipment industry and provide overall oversight and advice in the areas of the Company's technology development and global business as Outside Director.</p> <p>Notes: 1. Ms. Nahomi Aoto's name on the family register is Nahomi Ota. 2. There are no special interests between Ms. Nahomi Aoto and the Company. 3. Ms. Nahomi Aoto is a candidate for Outside Director. The Company has designated her as an independent officer as prescribed by the regulations of the Tokyo Stock Exchange, and has submitted notification to said exchange of this designation. 4. Ms. Nahomi Aoto currently serves as Outside Director of the Company. She will have served as Outside Director for one year at the conclusion of this General Meeting of Shareholders. 5. The Company has entered into a limited liability agreement with Ms. Nahomi Aoto pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, which limits her liability for damages under Article 423, paragraph 1 of the same Act. The maximum amount of liability for damages under said agreement is limited to the minimum liability amount set forth in Article 425, paragraph 1 of the Companies Act. If Ms. Nahomi Aoto is reappointed and assumes office, the Company plans to continue this agreement with her.</p>			

**Proposal No. 3** Election of Two Audit & Supervisory Board Members

The terms of office of Audit & Supervisory Board Members Mr. Kazumasu Shimode and Mr. Tosuke Kaneura will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of two Audit & Supervisory Board Members. The consent of the Audit & Supervisory Board has been obtained in advance of this proposal.

The candidates for Audit & Supervisory Board Member are as follows.

Candidate No.	Name		Current position in the Company
1	Kazumasu Shimode	Re-election Outside Independent	Standing Audit & Supervisory Board Member
2	Naoko Shibata	New election Outside Independent	-

Re-election: Candidate for Audit & Supervisory Board Member to be re-elected

Outside: Candidate for Outside Audit & Supervisory Board Member

Independent: Independent officer registered with the Tokyo Stock Exchange

New election: Candidate for Audit & Supervisory Board Member to be newly elected

Candidate No.	Name (Date of birth)	Career summary, position in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Kazumasu Shimode (November 29, 1957)  Re-election Outside Independent  Attendance at Board of Directors meetings 17/17 times Attendance at Audit & Supervisory Board meetings 12/12 times	Mar. 1981    Joined Noritsu Koki Co., Ltd. June 2010    CFO of SAIAN Co., Ltd. Aug. 2011    Executive Vice President of SAIAN Co., Ltd. June 2013    Standing Audit & Supervisory Board Member of Noritsu Koki Co., Ltd. July 2015    Auditor of Daisen Inc. (Current Daisen System Service Inc.) May 2017    Standing Audit & Supervisory Board Member of the Company (current position) [Significant concurrent positions outside the Company] Auditor of RORZE ROBOTEC CO., LTD. (Vietnam) Auditor of RORZE TECHNOLOGY, INC. (Taiwan)	-
	<p>[Reasons for nomination as candidate for Outside Audit &amp; Supervisory Board Member]            Mr. Kazumasu Shimode has been involved in corporate management as a director at other companies, and has experience serving as a standing auditor. As such, he possesses considerable experience and expertise in corporate governance, and the Company thus proposes to nominate him as Outside Audit &amp; Supervisory Board Member with the expectation that he will leverage his specialized knowledge and experience to enhance the Company's audit framework.</p> <p>Notes: 1. There are no special interests between Mr. Kazumasu Shimode and the Company.            2. Mr. Kazumasu Shimode is a candidate for Outside Audit &amp; Supervisory Board Member. The Company has designated him as an independent officer as prescribed by the regulations of the Tokyo Stock Exchange, and has submitted notification to said exchange of this designation.            3. Mr. Kazumasu Shimode currently serves as Outside Audit &amp; Supervisory Board Member of the Company. He will have served as Outside Audit &amp; Supervisory Board Member for eight years at the conclusion of this General Meeting of Shareholders.            4. The Company has entered into a limited liability agreement with Mr. Kazumasu Shimode pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, which limits his liability for damages under Article 423, paragraph 1 of the same Act. The maximum amount of liability for damages under said agreement is limited to the minimum liability amount set forth in Article 425, paragraph 1 of the Companies Act. If Mr. Kazumasu Shimode is reappointed and assumes office, the Company plans to continue this agreement with him.</p>		

Candidate No.	Name (Date of birth)	Career summary, position in the Company and significant concurrent positions outside the Company	Number of the Company's shares owned
2	Naoko Shibata (November 6, 1970)  New election Outside Independent  Attendance at Board of Directors meetings - /- times Attendance at Audit & Supervisory Board meetings - /- times	Oct. 1995    Joined Tohmatsu & Co. (Current Deloitte Touche Tohmatsu LLC)  Oct. 2010    Joined YUSEI Audit & Co. (Current Grant Thornton Taiyo LLC)  June 2015    Outside Director of NAKAYAMAFUKU CO., LTD. (current position)  Oct. 2024    Established Naoko Shibata CPA Office (current position)  [Significant concurrent positions outside the Company] Outside Director of NAKAYAMAFUKU CO., LTD.	-
	[Reasons for nomination as candidate for Outside Audit & Supervisory Board Member] Ms. Naoko Shibata is a certified public accountant and possesses substantial insight related to finance, accounting, and legal matters. The Company thus proposes to nominate her as Outside Audit & Supervisory Board Member with the expectation that she will leverage her specialized knowledge and experience to enhance the Company's audit framework. Although she has not been involved in corporate management except in the capacity of an outside officer, the Company believes that she will be adequately capable of accomplishing her duties as Outside Audit & Supervisory Board Member based on the reasons stated above.  Notes: 1. Ms. Naoko Shibata has previously worked at Grant Thornton Taiyo LLC, the Company's Financial Auditor, and was involved in audits, etc. of the Company during her tenure. However, as she has already left the firm, the Company determines that she no longer has any direct interests in the Company. 2. Ms. Naoko Shibata is a new candidate for Outside Audit & Supervisory Board Member. She meets the requirements of an independent officer pursuant to the provisions of the Tokyo Stock Exchange, and if her appointment is approved, the Company intends to designate her as such. 3. If this approval is approved and Ms. Naoko Shibata is appointed, the Company plans to enter into a limited liability agreement with her pursuant to the provisions of Article 427, paragraph 1 of the Companies Act, which limits her liability for damages under Article 423, paragraph 1 of the same Act. The maximum amount of liability for damages under said agreement is limited to the minimum liability amount set forth in Article 425, paragraph 1 of the Companies Act.		

If Proposal No. 2 and Proposal No. 3 are approved as proposed, the skills matrix of the Directors and Audit & Supervisory Board Members will be as follows.

	Name	Current position in the Company	Independence	Expertise of Directors and Audit & Supervisory Board Members					
				Global management	Advanced technology, research, and development	Sales, marketing	Production, SCM*	Finance, accounting	Legal affairs, risk management
Director	Yoshiyuki Fujishiro	President and CEO		●	●	●	●	●	
	Hideharu Nakamura	Director		●			●		
	Katsushi Hayasaki	Director		●	●	●			
	Fumio Sakiya	Director and Advisor		●	●	●	●		
	Hiroshi Hamori	Outside Director	●	●	●	●			
	Hidenori Morishita	Outside Director	●	●		●			
	Nahomi Aoto	Outside Director	●		●	●			
Audit & Supervisory Board Member	Kazumasu Shimode	Standing Outside Audit & Supervisory Board Member	●	●			●	●	●
	Noriko Kaku	Outside Audit & Supervisory Board Member	●						●
	Naoko Shibata	Outside Audit & Supervisory Board Member	●					●	

\* SCM (Supply Chain Management)

Note: The “●” mark indicates the areas in which the candidate’s contributions are expected.