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(Stock Exchange Code 7313)

June 8, 2022

To Shareholders with Voting Rights:

Masanari Yasuda
President
TS TECH CO., LTD.
3-7-27, Sakae-cho, Asaka-shi, Saitama, Japan

NOTICE OF THE 76th ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

You are hereby informed that the 76th Annual General Meeting of Shareholders of TS TECH CO., LTD. (the “Company”) will be held as described below.

In view of the persistent threat of the spread of the novel coronavirus (COVID-19), we ask that all shareholders refrain from coming to the event venue regardless of their health condition, and exercise voting rights in advance by mail or electromagnetic methods (via the Internet, etc.).

If you intend to exercise your voting rights by mail or electromagnetic methods (via the Internet, etc.), please review the Reference Documents for the General Meeting of Shareholders below and exercise your voting rights by mail or electromagnetic methods (via the Internet, etc.) no later than 17:30 on Thursday, June 23, 2022.

1. **Date and time** Friday, June 24, 2022 at 10:00 a.m., Japan time
(Reception is scheduled to start from 9:00 a.m.)
2. **Place** Ballroom Fuji on the 3rd floor of Hotel Metropolitan
1-6-1, Nishi-Ikebukuro, Toshima-ku, Tokyo, Japan
3. **Agenda of the Meeting**
Matters to be reported:
 1. The Business Report, Consolidated Financial Statements for the Company’s 76th Fiscal Year (April 1, 2021 - March 31, 2022) and results of audits by the Accounting Auditor and the Audit & Supervisory Committee of the Consolidated Financial Statements.
 2. Non-Consolidated Financial Statements for the Company’s 76th Fiscal Year (April 1, 2021 - March 31, 2022)

Proposals to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Partial Revision of the Articles of Incorporation

Proposal 3: Election of Eleven (11) Directors (Excluding Directors who are
Audit & Supervisory Committee Members)

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- There will be no souvenirs or refreshments.
 - The available number of seats will be far fewer than in previous years in order to allow for distance between chairs.
 - We ask that all attendees wear face masks and use the alcohol disinfectant, etc. available at the venue.
 - We will have a temperature check station near the hall entrance, and anyone with a fever or anyone believed to be unwell may not be permitted to enter.
 - Event staff will be wearing face masks.
 - We will post a notice on our website in the event that there is a major change to the operation of this meeting.

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Of the documents to be provided at the time of this convocation notice, information on matters to be stated or indicated in the Notes to the Consolidated Financial Statements and the Notes to the Non-Consolidated Financial Statements shall be posted on the Company's website, based on laws and regulations and Article 14 of the Articles of Incorporation, and are therefore not included in this convocation notice.
The Consolidated Financial Statements and the Non-Consolidated Financial Statements audited by the Audit & Supervisory Committee when preparing the Audit Report, and by the Accounting Auditor when preparing the Accounting Audit Report shall include the matters described in the attached documents to this convocation notice as well as matters to be indicated in the Notes to the Consolidated Financial Statements and Notes to the Non-consolidated Financial Statements.
- In the event that the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-Consolidated Financial Statements, and the Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website.

Our Website (Japanese): https://www.tstech.co.jp

Our Website (English): https://www.tstech.co.jp/english
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Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company regards distribution of profits to shareholders as one of its most important management priorities as it strives to improve its corporate value through business development from long-term and global perspectives.

With respect to the dividend, the basis is to take into consideration the trends in consolidated financial results and the internal reserve to strengthen the consolidated business structure. The dividend is proposed as follows.

Matters concerning the year-end dividend

- (1) Matters concerning allotment of dividends to shareholders and the total amount thereof
Dividend per share of the Company's common stock: 28 yen (cash)
Total amount: 3,725,501,444 yen
- (2) Effective date of payment of dividend
June 27, 2022

Proposal 2: Partial Revision of the Articles of Incorporation

1. Reason for Revision

The amended provisions stipulated in the proviso to Article 1 of the supplementary provisions of the “Act Partially Amending the Companies Act” (Act No. 70 of 2019) will be enforced on September 1, 2022. Accordingly, in order to prepare for the introduction of the system for electronic provision of materials for general meetings of shareholders, the Articles of Incorporation of the Company shall be amended as follows.

- (1) The proposed Article 14, Paragraph 1 stipulates that information contained in the reference documents for the general meeting of shareholders, etc. shall be provided electronically.
- (2) The proposed Article 14, Paragraph 2 establishes a provision to limit the scope of matters to be included in the paper copy to be sent to shareholders who have requested it.
- (3) The provisions related to the internet disclosure and deemed provision of the reference documents for the general meeting of shareholders, etc. (Article 14 of the current Articles of Incorporation) will become unnecessary and will therefore be deleted.
- (4) In line with the above establishment and deletion of the provisions, supplementary provisions related to the effective date, etc. shall be established.

2. Content of Revisions

The details of the revisions are as follows.

(Portions to be revised are underlined.)

Current Articles of Incorporation	Proposed Revision
<p style="text-align: center;">Chapter 3 General Meeting of Shareholders</p> <p>Articles 10 to 13 (Articles omitted)</p> <p><u>(Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.)</u></p> <p><u>Article 14 The Company may, when convening a general meeting of shareholders, deem that it has provided information to shareholders pertaining to matters to be described or indicated in the reference documents for the general meeting of shareholders, business report, non-consolidated financial statements, and consolidated financial statements, by disclosing such information through the internet in accordance with the provisions provided in the Ordinance of the Ministry of Justice.</u></p> <p>(Newly established)</p>	<p style="text-align: center;">Chapter 3 General Meeting of Shareholders</p> <p>Articles 10 to 13 (Remain unchanged)</p> <p style="text-align: center;">(Deleted)</p> <p><u>(Measures for Electronic Provision of Information, Etc.)</u></p> <p><u>Article 14 The Company shall, when convening a general meeting of shareholders, provide information contained in the reference documents for the general meeting of shareholders, etc. electronically.</u></p> <p><u>2. Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for vesting voting rights.</u></p>

Current Articles of Incorporation	Proposed Revision
<p>Articles 15 to 16 (Articles omitted)</p> <p style="text-align: center;">Supplementary Provisions</p> <p>(Provisional Measure Regarding Auditors' Exemption from Liability)</p> <p style="text-align: center;">(Article omitted)</p> <p style="text-align: center;">(Newly established)</p>	<p>Articles 15 to 16 (Remains unchanged)</p> <p style="text-align: center;">Supplementary Provisions</p> <p>(Provisional Measure Regarding Auditors' Exemption from Liability)</p> <p style="text-align: center;">(Remains unchanged)</p> <p><u>(Provisional Measure Regarding Measures for Electronic Provision of Information, etc.)</u></p> <ol style="list-style-type: none"> 1. <u>The amendment to Article 14 of the Articles of Incorporation shall come into effect on September 1, 2022, which is the date of enforcement of the amended provisions stipulated in the proviso to Article 1 of the supplementary provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (hereinafter, the "Effective Date").</u> 2. <u>Notwithstanding the provisions of the preceding paragraph, Article 14 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) of the Articles of Incorporation before the amendment shall remain in force with respect to a general meeting of shareholders to be held on a date on or prior to the end of February 2023.</u> 3. <u>These supplementary provisions shall be deleted on March 1, 2023 or after the lapse of three months from the date of the general meeting of shareholders set forth in the preceding paragraph, whichever is later.</u>


Proposal 3: Election of Eleven (11) Directors (Excluding Directors who are Audit & Supervisory Committee Members)


The term of office for all eleven (11) Directors (excluding Directors who are Audit & Supervisory Committee Members; hereinafter the same applies in this proposal) will expire at the close of this General Meeting of Shareholders. Accordingly, the Company proposes the election of eleven (11) Directors.


The candidates for Director are as follows:


Names and other information of Directors


No.	Name	Current position at the Company	Meetings of the Board of Directors attended
1	Masanari Yasuda Reappointment	Representative Director, President	100% (13/13)
2	Yoshitaka Nakajima Reappointment	Representative Director, Vice President	100% (13/13)
3	Kenichi Hasegawa Reappointment	Representative Director Senior Managing Director	100% (13/13)
4	Akihiko Hayashi Reappointment	Director, Senior Managing Officer	100% (13/13)
5	Yutaka Arai Reappointment	Director, Senior Managing Officer	100% (13/13)
6	Atsushi Igaki Reappointment	Director, Senior Managing Officer	100% (13/13)
7	Eiji Toba Reappointment	Director, Managing Officer	100% (13/13)
8	Takahiro Kobori Reappointment	Director, Managing Officer	100% (13/13)
9	Yasushi Suzaki Reappointment	Director, Managing Officer	100% (13/13)
10	Takeshi Ogita Reappointment Outside Independent	Director	100% (13/13)
11	Kaori Matsushita New appointment Outside Independent	-	-


No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
1	 <p data-bbox="344 719 515 775">Masanari Yasuda (January 9, 1959)</p> <p data-bbox="344 801 515 835">[Reappointment]</p> <p data-bbox="320 857 539 936">Meetings of the Board of Directors attended: 100% (13/13)</p>	April 1982	Joined the Company	66,537 shares
		April 2007	Corporate Development and Engineering Division, Design Department General Manager	
		April 2008	Operating Officer, Corporate Development and Engineering Division Deputy Executive General Manager	
		April 2010	Operating Officer, Corporate Development and Engineering Division Executive General Manager	
		June 2010	Director, Corporate Development and Engineering Division Executive General Manager	
		June 2014	Managing Director, Corporate Development and Engineering Division Executive General Manager	
		April 2016	Managing Director	
		June 2016	Senior Managing Director (Representative Director), Officer in Charge of Global Business	
		June 2018	Representative Director, President (incumbent)	
		<p data-bbox="566 862 895 891">[Significant concurrent positions]</p> <p data-bbox="566 896 587 913">—</p>		


No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
2	 <p data-bbox="336 857 523 936">Yoshitaka Nakajima (October 16, 1959)</p> <p data-bbox="347 965 512 992">[Reappointment]</p> <p data-bbox="320 1021 539 1099">Meetings of the Board of Directors attended: 100% (13/13)</p>	April 1982	Joined the Company	26,533 shares
		April 2004	Corporate Administration Division, Administration Department General Manager	
		April 2008	President of GUANGZHOU TSK AUTO PARTS CO., LTD.	
		April 2010	Operating Officer, Corporate Administration Division Deputy Executive General Manager	
		April 2012	Operating Officer, Corporate Administration Division Executive General Manager	
		June 2012	Director, Corporate Administration Division Executive General Manager, Compliance Officer (incumbent)	
		April 2015	Director, Corporate Administration Division Executive General Manager, Corporate Business Administration Division Executive General Manager	
		June 2015	Managing Director, Corporate Administration Division Executive General Manager, Corporate Business Administration Division Executive General Manager	
		April 2016	Managing Director, Corporate Administration Division Executive General Manager	
		June 2018	Senior Managing Director, Corporate Administration Division Executive General Manager	
		June 2020	Senior Managing Director (Representative Director)	
		June 2021	Representative Director, Senior Managing Director	
		April 2022	Representative Director, Vice President (incumbent)	
		[Significant concurrent positions]		
[Reasons for nomination as a candidate for Director]		<p data-bbox="568 1301 1257 1406">Mr. Yoshitaka Nakajima has broad experience, primarily in overseas segments and administration, which has given him a high level of expertise and insight into these domains, and since April 2022 he has served as Representative Director, Vice President.</p> <p data-bbox="568 1413 1265 1547">In fiscal 2021, he supervised business execution as Officer in Charge of Corporate Managerial Planning, Administration, and Business Administration, and contributed to organizational design changes and the promotion of a capital policy as a means to strengthen the foundation for supporting corporate evolution.</p> <p data-bbox="568 1554 1241 1610">We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.</p>		


No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
3	 Kenichi Hasegawa (April 10, 1959) [Reappointment] Meetings of the Board of Directors attended: 100% (13/13)	April 1982	Joined the Company	18,165 shares
		June 2000	Engineering Sales Division, Motorcycle Engineering Department General Manager	
		April 2012	Director and President of TS TECH DO BRASIL LTDA.	
		April 2014	Operating Officer	
		April 2016	Operating Officer, Director and Chairman of TS TECH DEUTSCHLAND GmbH	
		June 2016	Director, Director and Chairman of TS TECH DEUTSCHLAND GmbH	
		June 2017	Managing Director, Director and Chairman of TS TECH DEUTSCHLAND GmbH	
		April 2020	Managing Director, Corporate Sales and Purchasing Division Executive General Manager	
		June 2020	Senior Managing Director (Representative Director), Corporate Sales and Purchasing Division Executive General Manager Risk Management Officer (incumbent)	
		April 2021	Senior Managing Director (Representative Director)	
		June 2021	Representative Director, Senior Managing Director (incumbent)	
		[Significant concurrent positions] — [Reasons for nomination as a candidate for Director] Mr. Kenichi Hasegawa is engaged in sales activities towards new customers and has a high level of expertise and insight into these domains, based on his experience in development segments and overseas. In fiscal 2021, he supervised business execution as Officer in Charge of Sales, Purchasing, and Manufacturing, promoted the acquisition of new commercial rights aimed at business growth, and he directed risk management for the whole Group. We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.		


No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
4	 <p data-bbox="328 757 531 813">Akihiko Hayashi (November 6, 1959)</p> <p data-bbox="347 842 512 871">[Reappointment]</p> <p data-bbox="320 898 539 976">Meetings of the Board of Directors attended: 100% (13/13)</p>	April 1978	Joined the Company	14,699 shares
		April 2008	Corporate Manufacturing Division, Saitama Plant Manager	
		April 2010	Operating Officer, Corporate Manufacturing Division Deputy Executive General Manager	
		April 2015	Managing Officer, Corporate Manufacturing Division Deputy Executive General Manager	
		April 2016	Managing Officer, Corporate Manufacturing Division Executive General Manager	
		June 2016	Managing Director, Corporate Manufacturing Division Executive General Manager	
		April 2020	Managing Director, Americas Executive General Manager, Director and President of TS TECH AMERICAS, INC. (incumbent)	
		June 2020	Senior Managing Director	
		April 2021	Senior Managing Director, Americas Segment Executive General Manager	
		June 2021	Director, Senior Managing Officer, Americas Segment Executive General Manager (incumbent)	
		<p data-bbox="564 813 895 842">[Significant concurrent positions]</p> <p data-bbox="564 842 1102 871">Director and President of TS TECH AMERICAS, INC.</p> <p data-bbox="564 902 1075 931">[Reasons for nomination as a candidate for Director]</p> <p data-bbox="564 931 1206 1010">Mr. Akihiko Hayashi has broad experience, primarily in overseas segments and manufacturing, which has given him a high level of expertise and insight into these domains.</p> <p data-bbox="564 1010 1241 1088">In fiscal 2021, he managed business execution such as optimizing the business structure, primarily in the Americas.</p> <p data-bbox="564 1088 1241 1122">We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.</p>		


No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
5	 Yutaka Arai (April 10, 1959) [Reappointment] Meetings of the Board of Directors attended: 100% (13/13)	April 1982	Joined the Company	12,106 shares
		April 2014	Corporate Development and Engineering Division Deputy Executive General Manager	
		June 2014	Director, Corporate Development and Engineering Division Deputy Executive General Manager	
		April 2016	Director, Corporate Development and Engineering Division Executive General Manager	
		June 2018	Managing Director, Corporate Development and Engineering Division Executive General Manager	
		April 2020	Managing Director, China Executive General Manager, Chairman and President of TS TECH (HONG KONG) CO., LTD. (incumbent)	
		June 2020	Senior Managing Director	
		April 2021	Senior Managing Director, China Segment Executive General Manager	
		June 2021	Director, Senior Managing Officer, China Segment Executive General Manager (incumbent)	
		[Significant concurrent positions] Chairman and President of TS TECH (HONG KONG) CO., LTD.		
[Reasons for nomination as a candidate for Director] Mr. Yutaka Arai has broad experience, primarily in overseas segments and development, which has given him a high level of expertise and insight into these domains. In fiscal 2021, he managed business execution such as the acquisition of new commercial rights and enhancing local development capabilities, primarily in the China region. We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.				


No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held		
6	 Atsushi Igaki (January 21, 1963) [Reappointment] Meetings of the Board of Directors attended: 100% (13/13)	April 1986	Joined Honda Motor Co., Ltd.	8,524 shares		
		April 2014	General Manager of Regional Operation Planning Office (Japan) of Honda Motor Co., Ltd.			
		April 2016	Joined the Company, Corporate Business Administration Division Executive General Manager			
		June 2016	Director, Corporate Business Administration Division Executive General Manager			
		May 2020	Representative Director of Honda Cars SAITAMAKITA (incumbent)			
		June 2020	Managing Director, Corporate Business Administration Division Executive General Manager			
		June 2021	Director, Managing Officer, Corporate Business Administration Division Executive General Manager			
		April 2022	Director, Senior Managing Officer, Corporate Business Administration Division Executive General Manager (incumbent)			
		[Significant concurrent positions] Representative Director of Honda Cars SAITAMAKITA				
		[Reasons for nomination as a candidate for Director] Mr. Atsushi Igaki has an extensive business track record in Japan and overseas at Honda Motor Co., Ltd., and broad experience and insight into operations, finance business administration and other domains. In fiscal 2021, he endeavored to build finance strategy to support business growth across the whole Group. We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.				

No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
7	 <p data-bbox="320 869 539 925">Eiji Toba (September 17, 1968)</p> <p data-bbox="347 954 512 981">[Reappointment]</p> <p data-bbox="320 1010 539 1088">Meetings of the Board of Directors attended: 100% (13/13)</p>	April 1994	Joined the Company	5,371 shares
		April 2007	Stationed at TS TECH NORTH AMERICA, INC. (currently TS TECH AMERICAS, INC.)	
		July 2013	Corporate Development and Engineering Division, Model LPL Department Model LPL	
		April 2016	Operating Officer, Director and President of TS TECH DO BRASIL LTDA.	
		April 2019	Operating Officer, Corporate Manufacturing Division Deputy Executive General Manager	
		April 2020	Operating Officer, Asia and Europe Executive General Manager, Director and President of TS TECH ASIAN CO., LTD. Director and Chairman of TS TECH BANGLADESH LIMITED Director and Chairman of TS TECH UK LTD	
		June 2020	Managing Director	
		April 2021	Managing Director, Asia and Europe Segment Executive General Manager	
		June 2021	Director, Managing Officer, Asia and Europe Segment Executive General Manager	
		April 2022	Director, Managing Officer, Corporate Development and Engineering Division Executive General Manager (incumbent)	
		[Significant concurrent positions]		
[Reasons for nomination as a candidate for Director]		<p data-bbox="564 1267 1238 1514">Mr. Eiji Toba has extensive overseas experience, and broad experience primarily in development and manufacturing, which have given him a high level of expertise and insight into these domains. In fiscal 2021, he managed business execution such as new customer acquisition and optimization of the manufacturing system, primarily in Asia and Europe. As of April 2022, he was appointed Corporate Development and Engineering Division Executive General Manager and will lead the entire development domain onwards.</p> <p data-bbox="564 1518 1238 1570">We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.</p>		

No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
8	 <p data-bbox="347 815 512 869">Takahiro Kobori (June 10, 1970)</p> <p data-bbox="347 898 512 925">[Reappointment]</p> <p data-bbox="320 954 539 1032">Meetings of the Board of Directors attended: 100% (13/13)</p>	April 1994	Joined the Company	7,271 shares
		April 2002	Stationed at TS TECH NORTH AMERICA, INC. (currently TS TECH AMERICAS, INC.)	
		April 2014	Corporate Development and Engineering Division, Design Department General Manager	
		April 2016	Corporate Development and Engineering Division Deputy Executive General Manager	
		April 2017	Operating Officer, Corporate Development and Engineering Division Deputy Executive General Manager	
		April 2020	Operating Officer, Corporate Development and Engineering Division Executive General Manager	
		June 2020	Director, Corporate Development and Engineering Division Executive General Manager	
		June 2021	Director, Operating Officer, Corporate Development and Engineering Division Executive General Manager	
		April 2022	Director, Managing Officer, Corporate Sales and Purchasing Division Executive General Manager (incumbent)	
		[Significant concurrent positions]		
[Reasons for nomination as a candidate for Director]		<p data-bbox="568 1178 1198 1256">Mr. Takahiro Kobori has broad experience, primarily in overseas segments and development, which has given him a high level of expertise and insight into these domains.</p> <p data-bbox="568 1261 1222 1402">In fiscal 2021, he led the entire development domain, including the development of next-generation technologies. As of April 2022, he was appointed Corporate Sales and Purchasing Division Executive General Manager and will oversee the sales and purchasing domains utilizing the technical knowledge he has gained onwards.</p> <p data-bbox="568 1406 1238 1458">We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.</p>		

No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
9	 Yasushi Suzaki (May 5, 1966) [Reappointment] Meetings of the Board of Directors attended: 100% (13/13)	April 1990	Joined the Company	5,179 shares
		April 2003	Stationed at TS TECH NORTH AMERICA, INC. (currently TS TECH AMERICAS, INC.)	
		April 2012	Corporate Manufacturing Division, Manufacturing Planning Department General Manager	
		April 2016	Corporate Manufacturing Division, Saitama Plant Manager	
		April 2018	Operating Officer, Corporate Manufacturing Division Deputy Executive General Manager	
		April 2020	Operating Officer, Corporate Manufacturing Division Executive General Manager	
		June 2020	Director, Corporate Manufacturing Division Executive General Manager	
		June 2021	Director, Operating Officer, Corporate Manufacturing Division Executive General Manager	
		April 2022	Director, Managing Officer, Corporate Manufacturing Division Executive General Manager (incumbent)	
		[Significant concurrent positions] — [Reasons for nomination as a candidate for Director] Mr. Yasushi Suzaki has broad experience, primarily in overseas segments and manufacturing, which has given him a high level of expertise and insight into these domains. In fiscal 2021, he led the establishment of globally-competitive production systems and functions. We request his reappointment as Director, to strengthen management and achieve further growth towards realizing our vision for 2030.		

No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
10	 Takeshi Ogita (March 20, 1951) [Reappointment] [Outside] [Independent] Meetings of the Board of Directors attended: 100% (13/13)	April 1980	Joined Sankyo Co., Ltd.	658 shares
		August 2001	General Manager of Research Promotion Department of Sankyo Co., Ltd.	
		October 2003	Vice President, Sankyo Pharma Development	
		July 2004	Corporate Officer, Head of New Drug Development Division, Sankyo Co., Ltd.	
		April 2007	Executive Officer, Head of Pharmaceutical Technology Division of Daiichi Sankyo Co., Ltd.	
		June 2009	Member of the Board, Senior Executive Officer of Daiichi Sankyo Co., Ltd.	
		April 2014	Member of the Board, Senior Executive Officer, Head of Vaccine Business Intelligence Division of Daiichi Sankyo Co., Ltd. Representative Director and President of Kitasato Daiichi Sankyo Vaccine Co., Ltd.	
		April 2017	Guest Professor of Graduate School of Creative Science and Engineering, Waseda University	
		June 2018	Outside Director of Japan Hades Co., Ltd. (incumbent)	
		June 2020	Director of the Company (incumbent)	
		[Significant concurrent positions] Outside Director of Japan Hades Co., Ltd.		

No.	Name (Date of birth)	Career summary, positions, and responsibility at the Company		Number of shares of the Company held
11	 Kaori Matsushita (April 16, 1959) [New appointment] [Outside] [Independent] Meetings of the Board of Directors attended: —	April 1982	Joined FUJITSU LIMITED	0 shares
		April 2007	General Manager of Project Management Department, Alliance Management Division, Global Strategy Headquarters of FUJITSU LIMITED	
		September 2013	Diversity Mentor of FUJITSU LIMITED	
		July 2016	Senior Director, Global Marketing Headquarters of FUJITSU LIMITED	
		May 2019	CEO of K&L Consulting LLC (incumbent)	
		June 2020	Director and Audit & Supervisory Committee Member of Taisei Oncho Co., Ltd. (incumbent)	
		May 2022	Outside Director of Belc CO., LTD. (incumbent)	
		[Significant concurrent positions] CEO of K&L Consulting LLC Director and Audit & Supervisory Committee Member of Taisei Outside Oncho Co., Ltd. Outside Director of Belc CO., LTD.		
[Reasons for nomination as a candidate for Outside Director, and summary of expected roles] Ms. Kaori Matsushita has extensive experience and insight gained through the planning and promotion of new business and corporate alliance strategy at a comprehensive IT vendor, and diversity management support at a consulting company. We request her appointment as Outside Director in the expectation that she will contribute to enhancing diversity and ensuring the soundness of management of the Company.				

(Notes)

- No special interest exists between the above candidates and the Company.
- Mr. Takeshi Ogita and Ms. Kaori Matsushita are candidates for Outside Director as prescribed in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act.
- The Company has designated Mr. Takeshi Ogita as an Independent Officer as stipulated by Tokyo Stock Exchange, Inc. and notified the Exchange as such. If this candidate is re-elected and assumes office as Director, the Company will continue to designate him as an Independent Officer as stipulated by Tokyo Stock Exchange, Inc. and notify the Exchange as such. If Ms. Kaori Matsushita is elected and assumes office as Director, the Company will similarly designate her as an Independent Officer as stipulated by Tokyo Stock Exchange, Inc. and notify the Exchange as such.
- The period of service of Mr. Takeshi Ogita as an Outside Director of the Company will be two (2) years at the close of this Annual General Meeting of Shareholders.
- Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into an agreement with Mr. Takeshi Ogita to limit his liability for damages, as prescribed in Article 423, Paragraph 1 of the same Act. The amount of liability under the agreement is limited to the minimum liability amount as provided for in Article 425, Paragraph 1 of the same Act. If Mr. Takeshi Ogita is re-elected, the Company will continue the above agreement to limit his liability. If Ms. Kaori Matsushita is elected and assumes office as Director, the Company will enter into the same agreement with her.
- The Company has entered into a directors and officers liability (D&O liability) insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company to cover legal damages and litigation expenses in the event that a claim for damages is made against the insured parties. The candidates will be included among the insured parties under this insurance contract if they are elected and assume office as Directors. The Company intends to renew this insurance contract with the same contents at the time of the next renewal.

■ Opinions of the Audit & Supervisory Committee

The Audit & Supervisory Committee deliberated on the selection of candidates for Director (excluding Directors who are Audit & Supervisory Committee Members) in this proposal after confirming the details of deliberations by the Nomination and Compensation Committee and evaluating the status of business execution, career summary and expertise, etc. of each candidate.

As a result, we have determined that the procedures for selection are reasonable, and that the selection of candidates for Director (excluding Directors who are Audit & Supervisory Committee Members) is appropriate.

(Reference: Skill Matrix of Candidates for Director)

Name	Positions and responsibility		Experience and expertise										
			Corporate management		Knowledge about international business and overseas conditions	Finance and accounting	Technology development	Manufacturing and quality	Environment	Sales and procurement	Human Resources development and diversity	Legal affairs and risk management	
			Management strategy										
Masanari Yasuda	Representative Director, President	■	○	○	○		○	○					
Yoshitaka Nakajima	Representative Director, Vice President	■	○	○	○	○			○		○	○	
Kenichi Hasegawa	Representative Director, Senior Managing Director		○	○	○		○	○		○		○	
Akihiko Hayashi	Director, Senior Managing Officer			○	○			○		○	○		
Yutaka Arai	Director, Senior Managing Officer			○	○		○			○			
Atsushi Igaki	Director, Senior Managing Officer			○	○	○							
Eiji Toba	Director, Managing Officer			○	○		○	○		○			
Takahiro Kobori	Director, Managing Officer			○	○		○		○		○		
Yasushi Suzaki	Director, Managing Officer			○	○			○	○				
Takeshi Ogita	Director	■ ■ ■		○			○						
Kaori Matsushita	Director	■ ■		○	○						○		
Tatsuo Sekine	Director, Audit & Supervisory Committee Member				○	○							○
Tatsuya Motoda	Director, Audit & Supervisory Committee Member	■ ■ ■				○							○
Hajime Hayashi	Director, Audit & Supervisory Committee Member	■ ■ ■											○
Tomoko Nakada	Director, Audit & Supervisory Committee Member	■ ■			○						○	○	

■ Nomination and Compensation Committee

■ Outside Directors

■ Independent directors

Note: The above “positions and responsibility” shall be applied in the event that each candidate is elected at this general meeting of shareholders.