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(Stock Exchange Code 6908) June 7, 2021

To Shareholders with Voting Rights:

Hitoshi Suzuki Representative Director and President IRISO ELECTRONICS CO., LTD. 2-13-8, Shinyokohama, Kohoku-ku, Yokohama, Kanagawa, Japan

#### NOTICE OF

# THE 55th ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We pleased to inform you that the 55th Ordinary General Meeting of Shareholders of IRISO ELECTRONICS CO., LTD. (the "Company") will be held as described below.

In order to prevent the spread of COVID-19, shareholders are kindly asked to exercise their voting rights in advance in writing (by mail) or via the Internet, etc. to the extent possible, and refrain from attending the meeting in person regardless of their health conditions.

If you exercise your voting rights in writing (by mail) or via the Internet, please read the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by no later than 5:00 pm JST on Monday, June 21, 2021.

### < Exercising voting rights in writing (by mail)>

Please indicate your votes for or against each proposal on the enclosed voting rights exercise form and return it so that it will be received by the above deadline.

## <Exercising voting rights via the Internet>

Please refer to "Exercising voting rights via the Internet" on page 4 (only in Japanese) and exercise your voting rights via the Internet by the above deadline.

1. Date and Time: Tuesday, June 22, 2021 at 10:00 a.m. Japan time

(Reception starts at 9:00 a.m.)

2. Place: Banquet Hall Wakana, 4F, Shin Yokohama Prince Hotel

3-4, Shinyokohama, Kohoku-ku, Yokohama, Kanagawa, Japan

3. Meeting Agenda:

Matters to be reported: 1. The Business Report, Consolidated Financial Statements for the Company's

55th Fiscal Year (April 1, 2020 - March 31, 2021) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the

Consolidated Financial Statements

2. Non-consolidated Financial Statements for the Company's 55th Fiscal Year (April 1, 2020 - March 31, 2021)

Proposals to be resolved:

**Proposal 1:** Distribution of Surplus

**Proposal 2:** Election of Seven (7) Directors (excluding Directors who are Audit and

**Supervisory Committee Members**)

If you attend the meeting in person, please submit the enclosed voting rights exercise form at the reception.

#### (Announcements)

- To prevent the infection of COVID-19, seats are widely spaced at the venue, and the number of seats available will be 60 seats at most. If we deem that shareholders' safety will not be ensured due to too many attendees, we may restrict the entry to the venue. We would appreciate your understanding.
- If you attend the meeting in person, you would be kindly asked to take preventive measures against the spread of COVID-19 such as wearing a face mask, having your temperature checked before the reception and using an alcohol disinfectant at the venue. Your cooperation would be highly appreciated.
- If you appear to be in poor health condition, you may be refused entry to the venue. We would appreciate your understanding.
- The meeting will be livestreamed. Please refer to "Livestreaming of the 55th Ordinary General Meeting of Shareholders" on page 5 (only in Japanese) for more details.
- The above measures may be updated depending on the situation of the spread of the infection up to the day of the meeting and announcements by the government and others. Please check the information on the Company's website (<a href="https://www.iriso.co.jp/">https://www.iriso.co.jp/</a>, in Japanese).
- Of the documents that should be provided in this notice, "Systems to Ensure the Appropriateness of Business Activities, and Operational Status of the Systems", "Basic Policies regarding the Control of the Company" and "Status of the Accounting Auditor" in the Business Report, the "Consolidated Statement of Changes in Net Assets" and the "Notes to the Consolidated Financial Statements" in the Consolidated Financial Statements, and the "Non-consolidated Statement of Changes in Net Assets" and the "Notes to the Non-consolidated Financial Statements are not presented in the documents attached to this notice because they are posted on the Company's website (<a href="https://www.iriso.co.jp/">https://www.iriso.co.jp/</a>, in Japanese) pursuant to laws and regulations as well as Article 14 of the Company's Articles of Incorporation. Accordingly, the documents attached to this notice constitute a part of the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Accounting Auditor for preparing the Accounting Auditor's Report as well as a part of the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Audit and Supervisory Committee for preparing the Audit Report.
- Any revisions to the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-consolidated Financial Statements and the Consolidated Financial Statements will be disclosed on the Company's website (<a href="https://www.iriso.co.jp/">https://www.iriso.co.jp/</a>, in Japanese).

# Reference Documents for the General Meeting of Shareholders

# **Proposal 1: Distribution of Surplus**

The Company proposes to distribute the surplus as follows: Year-end dividends

The Company recognizes that returning profits to shareholders in a stable manner is an important management issue, and the Company's basic policy is to pay dividends in consideration of its business results, the business environments, and the strengthening of the financial standing over the medium to long term.

In comprehensive consideration of future business environments, business results and shareholders' expectations, the Company proposes to pay year-end dividends for the 55th fiscal year as described below.

(1) Type of dividend property

Cash

(2) Allocation of dividend property and its total amount

Dividend per share of the Company's common stock: ¥50.00

Total amount: ¥1,183,675,150

(3) Effective date of distribution of surplus

June 23, 2021

# Proposal 2: Election of Seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of all five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this General Meeting of Shareholders.

The Company intends to increase the number of Directors (excluding Directors who are Audit and Supervisory Committee Members) by two (2) (one (1) of whom is an Outside Director) to strengthen the function of overseeing management, and therefore proposes the election of seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members).

This proposal was deliberated by the Audit and Supervisory Committee, and there were no opinions that should be stated at the General Meeting of Shareholders pursuant to the provisions of the Companies Act.

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

No.	Name		Current positions and responsibilities at the Company	Attendance at the Board of Directors meetings
1	[Reappointment]	Sadao Sato	Chairman & Director	100% (13/13)
2	[Reappointment] Hi	toshi Suzuki	President & Representative Director	100% (13/13)
3	[Reappointment] K	Ceiji Takeda	Executive Vice President & Director Assistant to President, responsible for Production Management Division, Engineering Division and Quality Assurance Division	100% (13/13)
4	[New Appointment] Mitsuy	yoshi Toyoshima	Senior Managing Executive Officer General Manager of Administration Division, Department Manager of Purchasing Department, Administration Division, and Department Manager of CSR Promotion Department	-
5	[New Appointment] Ma	sashi Koyasu	Managing Executive Officer General Manager of Sales Headquarters, General Manager of Domestic Sales Division Sales Headquarter, and Department Manager of Automotive Sales Department, Domestic Sales Division Sales Headquarter	-
6	[Reappointment]	Ikuo Yuki	Director &Advisor	100% (13/13)
7	[New Appointment] [Outside Director] [Independent Director]	Joboru Sato	-	-

No.	Name (Date of birth)	Past exp	perience, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
1	Sadao Sato (December 5, 1937)  [Reappointment]  [Years served as Director] 54 years  [Attendance at the Board of Directors meetings] 100% (13/13)	February 1963 December 1966  June 1993 June 1996 March 2003  June 2005 June 2007 June 2017	Established IRISO ELECTRONICS Established the Company Representative Director and President Chairman, SHANGHAI IRISO ELECTRONICS CO., LTD President, IRISO ELECTRONICS PHILIPPINES, INC. Honorary Chairman, SHANGHAI IRISO ELECTRONICS CO., LTD Director, IRISO COMPONENT CO., LTD. Representative Director and Chairman, the Company Chairman & Director (to present)	1,997,000

As the founder, Mr. Sadao Sato has successively held the positions of President and Chairman, established today's IRISO ELECTRONICS CO., LTD., and served on the Company's management over the years. He has appropriately overseen the Company based on his extensive experience and broad insight concerning general corporate management. Therefore, the Company deemed him to be suitable for Director and renominated him as a candidate for Director.

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company, and significant concurrent positions		Number of shares of the Company held
		April 1989	Joined the Company	
		April 2003	Department Manager of Engineering Department II	
		June 2006	Operating Officer /Department Manager of Engineering Department	
		April 2009	Operating Officer / Department Manager of GAB Department	
		November 2010		
			Headquarters and General Manager of Sales Strategy Department	
		July 2012	Operating Officer / Department Manager of Automotive Sales Department, Headquarters Sales Headquarters, Sales Division	
	Hitoshi Suzuki	July 2013	Operating Officer / General Manager of Engineering Division,	
	(September 28, 1966)	•	in charge of Automotive Business	
		June 2014	Director & Operating Officer / General Manager of	
	[Reappointment]		Engineering Division, in charge of Automotive Business	
		October 2014	Director & Operating Officer / General Manager of	
	[Years served as		Engineering Division, and Department Manager of Marketing	
	Director]		Department, Sales Headquarters, in charge of Automotive	20,400
	7 years		Business	
	[Attendance at the	April 2016	Director & Operating Officer / General Manager of	
2		•	Engineering Division, in charge of Automotive Business	
	Board of Directors	July 2017	Director & Managing Executive Officer / General Manager of	
	meetings] 100%	•	Engineering Division, in charge of Automotive Business	
	(13/13)	June 2019	Director & Senior Managing Executive Officer / General	
	(10, 10)		Manager of Engineering Division, in charge of Automotive	
			Business	
		January 2020	Director & Senior Managing Executive Officer / General	
		·	Manager of Engineering Division, and Global Project Leader,	
			Sales Headquarters	
		April 2020	Director & Senior Managing Executive Officer / Global Project	
		-	Leader, Sales Headquarters, the Company	
			Managing Director, IRISO ELECTRONICS PHILIPPINES, INC.	
		April 2021	President & Representative Director, the Company (to present)	

As Global Project Leader, Mr. Hitoshi Suzuki has managed our expanding fields such as PA25 (automotive-related), 5G and robots and contributed to the development of the Mid-Term Management Plan. Furthermore, as President since April 1, 2021, he has been demonstrating leadership to manage the Company. In view of these extensive and diverse experience, achievements and insight, the Company deemed him to be suitable for Director and renominated him as a candidate for Director.

No.	Name	Past exp	perience, positions and responsibilities at the Company,	Number of shares of the
110.	(Date of birth)	and significant concurrent positions		Company held
		March 1987	Joined the Company	
		April 2003	Department Manager of Marketing Department, Engineering &	
			Development Division	
		December 2004	Department Manager of Engineering Department I,	
			Engineering & Development Division	
		June 2006	Operating Officer / Department Manager of Business Strategy	
			Department	
		April 2008	Operating Officer / General Manager of Ibaragi Plant,	
			Production Management Division	
		April 2009	Seconded to IRISO ELECTRONICS VIETNAM CO., LTD. as	
			General Director	
		June 2012	Director & Operating Officer / General Manager of	
			Administration Division, Department Manager of Human	
	Kejiji Takeda		Resources & General Affairs Department, and General	
	Keiji Takeda (November 3, 1964)		Manager of Management Planning Department, the Company	
		October 2014	Director & Operating Officer / Deputy General Manager of	
	[Reappointment]		Production Management Division (in charge of Production	
	[Reappointment]		Management Capability Reform) and Department Manager of	
	[Years served as		Manufacturing Engineering Department	
	Director]	June 2015	Director & Operating Officer / General Manager of Production	25,800
	9 years		Management Division and General Manager of Manufacturing	25,800
	y years		Engineering Department	
	[Attendance at the Board of Directors meetings] 100% (13/13)	July 2017	Director & Managing Executive Officer / General Manager of	
3			Production Management Division and General Manager of	
			Manufacturing Engineering Department	
		April 2019	Director & Managing Executive Officer / General Manager of	
			Production Management Division, the Company	
			Managing Director, IRISO ELECTRONICS PHILIPPINES, INC.	
		June 2019	Director & Senior Managing Executive Officer / General	
			Manager of Production Management Division, the Company	
			Managing Director, IRISO ELECTRONICS PHILIPPINES,	
			INC.	
		April 2020	Director & Senior Managing Executive Officer / General	
		-	Manager of Engineering Division, the Company	
		April 2021	Executive Vice President & Director (Assistant to President,	
		_	responsible for Production Management Division, Engineering	
			Division and Quality Assurance Division), the Company	
			Managing Director, IRISO ELECTRONICS PHILIPPINES,	
			INC. (to present)	

Mr. Keiji Takeda has extensive experience, achievements and insight through serving as General Manager of Engineering Division, General Manager of Production Management Division and General Manager of Administration Division. Additionally, he has been leading general corporate management of the Company Group based on his global insight cultivated through management experience at the Company's overseas plants, etc. Expecting him to take advantages of these extensive and diverse experience, achievements and insight, the Company deemed him to be suitable for Director and renominated him as a candidate for Director.

No.	Name (Date of birth)	Past ex	perience, positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
		April 1981	Joined Hitachi, Ltd.	
		June 2002	Manager of Finance 2nd Department (Finance Group)	
		April 2005	General Manager of Accounting Department, Internet Platform	
		-	Division, Ubiquitous Platform Group	
		April 2006	Vice President, Hitachi Digital Products China Co., Ltd.	
		April 2008	General Manager of Finance Division, Hitachi Plasma Display	
		-	Limited	
		July 2009	General Manager of Corporate Planning Division, Hitachi Consumer Electronics Co., Ltd.	
		April 2011	Director	
		April 2013	General Manager of Finance 1st Department, Finance Group, Hitachi, Ltd.	
	3.6% 1.5m 1.5	October 2013	General Manager of Financial Management Division, Finance	
	Mitsuyoshi Toyoshima	October 2013	Group	
	(October 4, 1958)	April 2014	General Manager of Financial Strategy Division, Finance	
	[New Appointment]	11p111 = 01 .	Group	
		April 2017	General Manager of Financial Strategy Division, Finance	
	[Years served as	1	Group, and General Manager of Asset Management Office,	
	Director]		Investment Strategy Division	_
	Director]	April 2018	Vice President and Executive Officer, CFO / General Manager	
			of Management Strategy Division, Hitachi Chemical Co., Ltd.	
4	[Attendance at the	April 2020	Senior Vice President and Executive Officer, in charge of	
	Board of Directors		transformation of business structure, responsible for	
	meetings]		Procurement Division	
	_	October 2020	Senior Managing Corporate Officer, in charge of	
			transformation of business structure, responsible for	
			Procurement Division, Showa Denko Materials Co., Ltd.	
		April 2021	Joined the Company	
			Senior Managing Executive Officer / General Manager of	
ļ		3.5	Administration Division	
		May 2021	Senior Managing Executive Officer / General Manager of	
			Administration Division and Department Manager of	
		I 2021		
		June 2021		
			<u>.</u>	
		June 2021	Purchasing Department, Administration Division (to present) Senior Managing Executive Officer / General Manager of Administration Division, Department Manager of Purchasing Department, Administration Division, and Department Manager of CSR Promotion Department (to present)	

Mr. Mitsuyoshi Toyoshima has extensive experience, achievements and insight primarily in finance, and also has global insight cultivated through management experience at overseas operating companies, etc. In view of these extensive and diverse experience, achievements and insight, the Company deemed him to be suitable for Director and nominated him as a candidate for Director.

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company, and significant concurrent positions		
	Masashi Koyasu	May 1992	Joined the Company	
	(March 9, 1958)	May 2000	Department Manager, IRS(S) PTE., LTD.	
		April 2003	Managing Director	
	[New Appointment]	April 2009	Department Manager of Chubu Sales Office, Sales Division,	
			the Company	
	[Years served as	January 2020	Managing Executive Officer / General Manager of Sales	• 400
	Director]		Headquarters	2,400
	_	April 2021	Managing Executive Officer / General Manager of Sales	
5			Headquarters, General Manager of Domestic Sales Division	
	[Attendance at the		Sales Headquarter, and Department Manager of Automotive	
	Board of Directors meetings]		Sales Department (to present)	
	_			

As General Manager of Sales Headquarters, Mr. Masashi Koyasu has been supervising the sales divisions of the Company Group. Additionally, he has global insight cultivated through management experience at the Company's overseas sales companies, etc. In view of these extensive and diverse experience, achievements and insight, the Company deemed him to be suitable for Director and nominated him as a candidate for Director.

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company, and significant concurrent positions		Number of shares of the Company held
		April 1973	Joined Hitachi, Ltd.	
		December 2000	General Manager of Video Division, Digital Media Systems	
			Business Division	
		April 2003	General Manager of Partner Sales Management Division,	
			Information & Communication Group	
		February 2006	General Manager of Product Development Division,	
			Ubiquitous Platform Group	
	Ikuo Yuki	April 2008	President, Hitachi Plasma Display Limited	
	(July 28, 1949)	April 2013	Joined the Company	
		June 2013	Director & Operating Officer / in charge of Management	
	[Reappointment]		Reform and Department Manager of Management Planning	
	[Years served as		Department	
		June 2014	Director & Senior Managing Executive Officer / in charge of	
	Director]		Management Reform and Department Manager of	14,200
	8 years		Management Planning Department, Administration Division	
6	[Attandance at the	October 2014	Director & Senior Managing Executive Officer / General	
0	[Attendance at the Board of Directors		Manager of Administration Division, Department Manager of	
	meetings]		Human Resources & General Affairs Department, and	
	100%		Department Manager of Management Planning Department, in	
	(13/13)		charge of Management Reform	
		April 2015	President & Representative Director / General Manager of	
			Administration Division, Department Manager of Human	
			Resources & General Affairs Department, and Department	
			Manager of Management Planning Department, in charge of	
			Management Reform	
		June 2015	President & Representative Director	
		April 2021	Director & Advisor (to present)	

Mr. Ikuo Yuki has demonstrated strong leadership based on his deep insight into management and achievements, and served as the Company's President until March 31, 2021. Expecting him to support the Company's transition to a new structure by taking advantage of his experience as President, the Company deemed him to be suitable for Director and renominated him as a candidate for Director.

No.	Name (Date of birth)	Past experience, positions and responsibilities at the Company, and significant concurrent positions		Number of shares of the Company held
7	Noboru Sato (October 13, 1953)  [New Appointment] [Outside Director] [Independent Director]  [Years served as Director]  -  [Attendance at the Board of Directors meetings]  -	April 1978 April 1992  April 1993 January 1995 September 2004  April 2005  April 2007  September 2009  April 2011  December 2012	Joined Honda Motor Co., Ltd. Chief Engineer of Wako Exploratory Technology Research Center Manager of Wako Research Laboratory Chief Engineer of Tochigi Research Laboratory Vice President (Managing Officer), Technology Management, Central Research Laboratory, SAMSUNG SDI CO., LTD. Affiliate Professor, concurrent position, Tokyo University of Agriculture and Technology Selection Committee Member, Foundation for Interaction in Science & Technology, Japan (to present) Vice President (Managing Officer), Management Strategy, Headquarters, SAMSUNG SDI CO., LTD. Affiliate Professor, concurrent position, Institute of Innovation for Future Society, Nagoya University (to present) Senior Adviser, ESPEC CORP. (to present)	_

Mr. Noboru Sato has been engaged in research and development of in-vehicle batteries as an engineer over the years, served on the corporate management, and taught at universities. He has such extensive experience and deep insight. Expecting him to reflect those experience and insight in the appropriate decision-making at the Company's Board of Directors and overseeing the execution of duties by Directors, the Company nominated him as a candidate for Outside Director.

- (Notes) 1. There are no special interests between each of the candidates for Director and the Company.
  - 2. The number of shares of the Company held by each candidate represents the status as of March 31, 2021.
  - 3. Mr. Noboru Sato is a candidate for Outside Director under Article 2, Paragraph 3, Item 7 of the Regulation for Enforcement of the Companies Act. Additionally, if the election of Mr. Noboru Sato is approved, the Company will newly register him as an Independent Director as stipulated by Tokyo Stock Exchange, Inc.
  - 4. Messrs. Mitsuyoshi Toyoshima, Masashi Koyasu and Noboru Sato are new candidates for Directors.
  - 5. The Company plans to enter into a liability limitation agreement in accordance with Article 427, Paragraph 1 of the Companies Act with Mr. Noboru Sato, whereby liability for damages arising from negligence of his duties is limited. The limit of liability for damages under the agreement shall be the amount stipulated by laws and regulations.
  - 6. The Company has concluded a directors and officers liability insurance contract with an insurance company. The insurance contract covers damages that may be incurred as a result of the liability assumed by Directors etc., the insured persons, in the execution of their duties, or any claims made against them in connection with the pursuit of such liability. For all the insured persons, the target ratio of payment of the insurance premiums, including that of riders, is 10% by Directors and 90% by the Company. Each candidate will be included in the insured persons under the insurance contract. The Company plans to renew the insurance contract with the same contents at the time of the next renewal.