

This document has been translated from the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

(Securities Code 7282)

May 31, 2022

To All Shareholders:

1 Haruhinagahata, Kiyosu, Aichi  
**TOYODA GOSEI CO., LTD.**  
President Toru Koyama

## **NOTICE OF THE 99th ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholder,

Please be notified that the upcoming 99th Ordinary General Meeting of Shareholders of Toyoda Gosei Co., Ltd. (the “Company”) will be held as stated below.

In lieu of attending the meeting, you can exercise your voting rights by paper ballot or by electromagnetic means (the Internet, etc.). Please review the enclosed Reference Documents and exercise your voting rights by no later than 5:15 p.m. on Wednesday, June 15, 2022 (Japan Time). Thank you very much for your cooperation.

**1. Date and time:** 10:00 a.m., Thursday, June 16, 2022  
(Reception start time: 9:00 a.m.)

**2. Venue:** Toyoda Gosei Memorial Gymnasium ENTRIO  
1-16-4 Orizukitayama, Inazawa, Aichi

### **3. Agenda:**

#### **Reports:**

- (1) Reports on business review and consolidated and non-consolidated financial statements for the 99th Fiscal Year (April 1, 2021 through March 31, 2022)
- (2) Report by the Accounting Auditor and the Audit & Supervisory Board on the audit results of the consolidated financial statements.

#### **Resolutions:**

- Proposed Resolution 1: Partial Amendments to the Articles of Incorporation
- Proposed Resolution 2: Election of 9 Directors
- Proposed Resolution 3: Election of 1 Audit & Supervisory Board Member

Notes: - “Systems to Ensure Adequacy of Business and Overview of their Operational Status” in the Business Report, “Consolidated statement of changes in equity”, “Notes to the consolidated financial statements”, “Statement of changes in net assets” and “Notes to non-consolidated financial statements” are not included in the attachments since they are posted on the Company’s website as provided by laws and regulations and Article 14 of the Company’s Articles of Incorporation.

Accordingly, the attachments to this Notice are a portion of the Business Report, consolidated

and non-consolidated financial statements audited by the Audit & Supervisory Board Members in the formulation of the Audit Report. Similarly, they are a portion of the consolidated and non-consolidated financial statements audited by the Accounting Auditor in the formulation of the Financial Audit Report.

- In the event where revisions are necessary for the Reference Documents or attachments of the General Meeting of Shareholders, the revised information will be posted on the Company's website.
- The Company will post the results of resolutions by the General Meeting of Shareholders on its website instead of sending the written "Notice of Resolutions of the Ordinary General Meeting of Shareholders."

The Company's website: [https:// www.toyoda-gosei.co.jp/](https://www.toyoda-gosei.co.jp/)

## Reference Documents

Proposed resolutions and reference matters

### Proposed Resolution 1: Partial Amendments to the Articles of Incorporation

#### 1. Reasons for amendments

##### (1) Amendment of the objects of the Company

In order to revise the wording to ensure it is in line with the current business conditions of the Company and its subsidiaries, and in order to accommodate future business development, we hereby request to amend the objects of the Company set forth in the Article 2 of the Articles of Incorporation.

##### (2) Amendment for the introduction of a system for electronic provision of materials for a General Meeting of Shareholders

The amended provisions stipulated in the proviso of Article 1 of supplementary provisions of the "Act Partially Amending the Companies Act" (Act No. 70 of 2019) will come into force on September 1, 2022. Accordingly, in order to prepare for the introduction of the system for electronic provision of materials for a General Meeting of Shareholders, the Articles of Incorporation of the Company shall be amended as follows.

- (1) The proposed Article 14, Paragraph 1 provides that information contained in the reference documents, etc. for a General Meeting of Shareholders shall be provided electronically.
- (2) The proposed Article 14, Paragraph 2 is to establish a provision to limit the scope of matters to be included in the paper-based documents to be delivered to shareholders who request the delivery of paper-based documents.
- (3) The provisions related to Internet Disclosure and Deemed Provision of Reference Documents for a General Meeting of Shareholders (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 provisions, supplementary provisions related to the effective date, etc. shall be established.

#### 2. Details of amendments

The details of amendments are as follows:

(Underlined parts are amended.)

Current Articles of Incorporation	Proposed Amendments
<p>Article 2. (Objects)</p> <p>The objects of the Company shall be to engage in the following business activities:</p> <p>(1) <u>manufacture and sale of:</u></p> <p style="padding-left: 20px;">a. <u>rubber, synthetic resin, and urethane products;</u></p> <p style="padding-left: 20px;">b. <u>semiconductors and products using semiconductors;</u></p> <p style="padding-left: 20px;">c. <u>electric and electronic parts; and</u></p> <p style="padding-left: 20px;">d. <u>adhesives,</u></p> <p style="padding-left: 20px;"><u>used for various transportation machinery and equipment such as motor vehicles, conveyance machinery and apparatus or ships; for agricultural machinery, construction machinery and machine tools; for information and communications apparatus and display and indicator devices; for household electrical appliances; and for equipment with respect to nursing and medical treatment; or residential equipment.</u></p>	<p>Article 2. (Objects)</p> <p>The objects of the Company shall be to engage in the following business activities:</p> <p>(1) <u>development, manufacture and sale of parts for automobiles and various transportation machinery and equipment.</u></p>

Current Articles of Incorporation	Proposed Amendments
<p>[(2)~(11) : Newly established]</p> <p>(2) consultation, research, invention and related applications in connection with those mentioned in the preceding items.</p> <p>[(13) : Newly established]</p> <p>(3) management of sports clubs and administration of sports facilities.</p> <p>(4) all lawful activities incident to the objects set forth in (1) (2) and (3) above.</p>	<p>(2) <u>development, manufacture and sale of industrial equipment and parts thereof.</u></p> <p>(3) <u>development, manufacture and sale of household products and parts thereof.</u></p> <p>(4) <u>development, manufacture and sales of housing equipment and parts thereof.</u></p> <p>(5) <u>development, manufacture and sale of medical, sanitary and nursing care equipment and parts thereof.</u></p> <p>(6) <u>development, manufacture and sale of sporting goods and health care equipment and parts thereof.</u></p> <p>(7) <u>development, manufacture and sales of semiconductors, semiconductors applied products and electric and electronic parts.</u></p> <p>(8) <u>development, manufacture, sale and lease of equipment, systems and software related to information processing, information communications and information supply.</u></p> <p>(9) <u>development, manufacture and sale of energy-related equipment and supply and sale of various types of energy.</u></p> <p>(10) <u>development, manufacture and sale of materials, recycled materials and applied products for products and parts specified in the preceding items.</u></p> <p>(11) <u>development, manufacture and sale of production equipment and dies, jigs and tools for the products and parts specified in each of the preceding items.</u></p> <p>(12) <u>services, engineering, consultation, research, invention and related applications thereof in connection with those mentioned in each of the preceding items.</u></p> <p>(13) <u>transportation, cargo handling, warehousing, plant and building maintenance, civil engineering and construction, and greening and landscaping.</u></p> <p>(14) <u>management of sports clubs and management and administration of sports facilities.</u></p> <p>(15) <u>all lawful activities and investments incidental to the objects set forth in each of the preceding items.</u></p>


Current Articles of Incorporation	Proposed Amendments
<p><u>Article 14. (Internet Disclosure and Deemed Provision of Reference Documents for a General Meeting of Shareholders)</u></p> <p><u>The Company may, upon convocation of a General Meeting of Shareholders, disclose information to be stated or indicated in reference documents for a General Meeting of Shareholders, business report, financial statements and consolidated financial statements (including accounting audit reports and audit reports regarding the consolidated financial statements) by using the internet as provided by laws and regulations and deem that such information has been provided to the shareholders.</u></p> <p>[Newly established]</p>	<p>[Deleted]</p> <p><u>Article 14. (Measures for Providing Information in Electronic Format, Etc.)</u></p> <p><u>1. When the Company convenes a General Meeting of Shareholders, it shall take measures to provide information that constitutes the content of the reference documents, etc. for such General Meeting of Shareholders in electronic format.</u></p> <p><u>2. Among items for which the measures for providing information in electronic format will be taken, the Company may exclude all or some of those items designated by the Ministry of Justice Order in the paper-based documents to be delivered to shareholders who request the delivery of paper-based documents by the record date of voting rights.</u></p>
<p>[Newly established]</p>	<p><u>Supplementary Provisions</u></p> <p><u>Article 1.</u></p> <p><u>1. The deletion of Article 14 (Internet Disclosure and Deemed Provision of Reference Documents for a General Meeting of Shareholders) of the current Articles of Incorporation and the establishment of Article 14 (Measures for Providing Information in Electronic Format, Etc.) of the Articles of Incorporation after amendment shall come into effect on September 1, 2022.</u></p> <p><u>2. Notwithstanding the provision of the preceding paragraph, Article 14 (Internet Disclosure and Deemed Provision of Reference Documents for a General Meeting of Shareholders) of the current Articles of Incorporation shall remain in force with respect to a General Meeting of Shareholders to be held on or before the end of February 2023.</u></p> <p><u>3. These Supplementary Provisions shall be deleted on March 1, 2023 or after the lapse of three (3) months from the date of the General Meeting of Shareholders set forth in the preceding paragraph, whichever is later.</u></p>


## Proposed Resolution 2: Election of 9 Directors

All 9 Directors will retire upon the expiration of their term of office at the conclusion of this General Meeting of Shareholders. Accordingly, we hereby request that 9 Directors be elected.


This proposal resolution has been submitted to and reviewed by the Executive Appointment Committee. The candidates for the positions of Director are as follows:

No.	Name (birth date)	Current position	Current Responsibilities
1	Toru Koyama (December 1, 1959) Re-appointed	President	-
2	Tomonobu Yamada (February 4, 1959) Re-appointed	Executive Vice President	Chief of Sales Headquarters Chief of Audit Division Adviser to Life Solution Business Headquarters
3	Hiroshi Yasuda (October 5, 1959) Re-appointed	Director, Corporate Officer	Chief of Corporate Strategy Headquarters Chief of Carbon Neutrality and Environment Promotion Division Adviser to Automotive Business Headquarters
4	Masaki Oka (February 20, 1962) Re-appointed	Director, Corporate Officer	Chief of Purchasing Headquarters
5	Takashi Ishikawa (February 7, 1961) Re-appointed	Director, Corporate Officer	Chief of Research and Development Headquarters
6	Naoki Miyazaki (May 23, 1957) Re-appointed	Director	-
7	Sojiro Tsuchiya (May 17, 1949) Re-appointed Outside Director Independent Director	Director	-
8	Kimio Yamaka (April 6, 1956) Re-appointed Outside Director Independent Director	Director	-
9	Mayumi Matsumoto (March 10, 1963) Re-appointed Outside Director Independent Director	Director	-


No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties			Number of the Company's shares owned
1	  Toru Koyama (December 1, 1959) Re-appointed	April	1982	Joined the Company	14,461 shares
		June	2012	Corporate Officer of the Company	Attendance at Board of Directors Meetings
		June	2015	Managing Officer of the Company	
		June	2016	Director, Managing Officer of the Company	
		June	2018	Director, Senior Managing Officer of the Company	13/13(100%)
		June	2019	Executive Vice President of the Company	Number of years served as Director
		June	2020	President of the Company (to the present)	
Reason for nomination as candidate for Director					6 years (Upon the conclusion of this General Meeting of Shareholders)
Mr. Toru Koyama holds experience working in the safety systems development division of the Company, served as a management member of an overseas subsidiary, and has been involved in corporate management as a Director of the Company from 2016 and President of the Company from 2020. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.					


No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties			Number of the Company's shares owned
2	  Tomonobu Yamada (February 4, 1959) Re-appointed	April	1981	Joined the Company	12,581 shares
		June	2010	Director of the Company	Attendance at Board of Directors Meetings
		June	2012	Corporate Officer of the Company	
		June	2014	Managing Officer of the Company	
		June	2016	Director, Managing Officer of the Company	13/13(100%)
		June	2017	Director, Senior Managing Officer of the Company	
		June	2019	Director, Corporate Officer of the Company	Number of years served as Director
		June	2020	Executive Vice President of the Company (to the present)	
		(Areas of responsibility at the Company)			6 years (Upon the conclusion of this General Meeting of Shareholders)
		Chief of Sales Headquarters			
Chief of Audit Division					
Adviser to Life Solution Business Headquarters					
Reason for nomination as candidate for Director					
Mr. Tomonobu Yamada holds experience working in the sales division of the Company and has been involved in corporate management as a Director of the Company from 2016. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.					

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties		Number of the Company's shares owned	
3	  Hiroshi Yasuda (October 5, 1959) Re-appointed	April	1982	Joined the Company	9,303 shares
		June	2012	Corporate Officer of the Company	Attendance at Board of Directors Meetings
		June	2016	Director, Managing Officer of the Company	
		June	2018	Director, Senior Managing Officer of the Company	13/13(100%)
		June	2019	Director, Corporate Officer of the Company (to the present)	Number of years served as Director
				(Areas of responsibility at the Company) Chief of Corporate Strategy Headquarters Chief of Carbon Neutrality and Environment Promotion Division Adviser to Automotive Business Headquarters	
Reason for nomination as candidate for Director					
Mr. Hiroshi Yasuda holds experience working mainly on safety systems products in the production engineering division of the Company, served as a management member of an overseas subsidiary, and has been involved in corporate management as a Director of the Company from 2016. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.					


No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties		Number of the Company's shares owned
4	  Masaki Oka (February 20, 1962) Re-appointed	April 1985	Joined Toyota Motor Corporation	14,424 shares
		January 2014	General Manager of Affiliated Companies Finance Dept. of Toyota Motor Corporation	Attendance at Board of Directors Meetings
		January 2015	Adviser of the Company	
		June 2015	Corporate Officer of the Company	13/13(100%)
		June 2018	Director, Managing Officer of the Company	
		June 2019	Director, Corporate Officer of the Company (to the present)	
		(Areas of responsibility at the Company) Chief of Purchasing Headquarters		Number of years served as Director
				4 years (Upon the conclusion of this General Meeting of Shareholders)
Reason for nomination as candidate for Director				
Mr. Masaki Oka holds experience working in the finance & accounting area of Toyota Motor Corporation and the Company and has been involved in corporate management as a Director of the Company from 2018. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.				

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties		Number of the Company's shares owned
5	 Takashi Ishikawa (February 7, 1961) Re-appointed	April 1985	Joined Toyota Motor Corporation	8,124 shares
		June 2008	General Manager of Upper Body Design Dept. No.2 of Toyota Motor Corporation	
		January 2013	Adviser of the Company	Attendance at Board of Directors Meetings
		June 2013	Corporate Officer of the Company	
		June 2016	Managing Officer of the Company	13/13100%)
		June 2019	Corporate Officer of the Company	
		June 2020	Director, Corporate Officer of the Company (to the present)	
(Areas of responsibility at the Company) Chief of Research and Development Headquarters		Number of years served as Director		
		2 years (Upon the conclusion of this General Meeting of Shareholders)		
Reason for nomination as candidate for Director				
Mr. Takashi Ishikawa holds experience working in the technical development area of Toyota Motor Corporation and the Company and has been involved in corporate management as a Director of the Company from 2020. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.				

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties			Number of the Company's shares owned
6	  Naoki Miyazaki (May 23, 1957) Re-appointed	April 1980	Joined Toyota Motor Co., Ltd.		20,819 shares
		June 2008	Managing Officer of Toyota Motor Corporation		Attendance at Board of Directors Meetings
		April 2013	Senior Managing Officer of Toyota Motor Corporation		13/13(100%)
		April 2014	Adviser of the Company		
		June 2014	Executive Vice President of the Company		Number of years served as a director
		June 2015	President of the Company		
		June 2020	Chairman of the Company		8 years (Upon the conclusion of this General Meeting of Shareholders)
		June 2021	Director of the Company (to the present)		
		(Important concurrent duties)			
		Vice Chairman of Toyota Boshoku Corporation			
Outside Audit & Supervisory Board Member of Hino Motors, Ltd.					
Reason for nomination as candidate for Director					
Mr. Naoki Miyazaki holds many years of experience in corporate management, having served as a Senior Managing Officer of Toyota Motor Corporation and also, since 2014, as an Executive Vice President, President and Chairman of the Company. We therefore re-nominate him as a candidate to become a Director as we expect him to reflect his extensive experience and high-level insight on the Company's management.					

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties		Number of the Company's shares owned
7	  Sojiro Tsuchiya (May 17, 1949) Re-appointed Outside Director Independent Director	April 1975	Joined Nippondenso Co., Ltd.	0 shares
		June 2002	Director of Denso Corporation	Attendance at Board of Directors Meetings
		June 2004	Managing Officer of Denso Corporation	
		June 2007	Senior Managing Director of Denso Corporation	13/13(100%)
		June 2011	Executive Vice President of Denso Corporation	
		June 2013	Adviser, Senior Technical Executive of Denso Corporation	Number of years served as Director
		June 2015	Director of the Company (to the present)	
		June 2015	Adviser of Denso Corporation (Retired in June 2016)	7 years (Upon the conclusion of this General Meeting of Shareholders)
Reason for nomination as candidate for Outside Director and expected roles				
The reason why we nominated Mr. Sojiro Tsuchiya as a candidate for Outside Director is that he holds experience working in the corporate management of Denso Corporation as a Director, as well as insight on overall manufacturing which he accumulated at corporations including Denso Corporation and other organizations for many years. We expect him to continue to supervise the management of the Company and offer advice based on his extensive experience and high-level insight.				

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties		Number of the Company's shares owned
8	 Kimio Yamaka (April 6, 1956) Re-appointed Outside Director Independent Director	April 1980	Joined Japan Development Bank	0 shares
		April 2007	Deputy Director-General of Development Bank of Japan	Attendance at Board of Directors Meetings
		July 2009	Director of the Energy Strategy Institute Co., Ltd. (to the present)	13/13(100%)
		December 2012	General Advisor of Energy Policy for Yamagata Pref. (to the present)	Number of years served as Director
		April 2014	Project Professor of Graduate School of Economics, Kyoto University (to the present)	6 years (Upon the conclusion of this General Meeting of Shareholders)
		June 2016	Director of the Company (to the present)	
	Reason for nomination as candidate for Outside Director and expected roles			
	<p>The reason why we nominated Mr. Kimio Yamaka as a candidate for Outside Director is that he holds experience working in the fields of finance and project review mainly for government policy finance and in the field of environment and energy. We expect him to continue to supervise the management of the Company and offer advice based on his extensive experience and high-level insight.</p>			

No.	Name (birth date)	Brief career summary, position and main areas of responsibility at the Company, and important concurrent duties		Number of the Company's shares owned
9	  Mayumi Matsumoto (March 10, 1963) Re-appointed Outside Director Independent Director	October 1987	News Anchor of TV Asahi Corporation	0 shares
		April 1993	News Anchor of NHK (Japan Broadcasting Corporation)	
		July 2003	News Reporter managed by HoriPro Inc. (resigned in April 2009)	Attendance at Board of Directors Meetings
		May 2008	Cooperative Researcher of Research Center for Advanced Science and Technology, the University of Tokyo	
		May 2009	Project Researcher of Research Center for Advanced Science and Technology, the University of Tokyo	13/13(100%)
		April 2011	Senior Fellow and Director of the International Environment and Economy Institute (IEEI) (to the present)	Number of years served as Director
		April 2013	Visiting Associate Professor of Special Division of Environment and Energy Science, Komaba Organization for Educational Excellence (KOMEX), the University of Tokyo (to the present)	
		July 2017	Director of Japan Council for Renewable Energy (JCRE) (to the present)	3 years (Upon the conclusion of this General Meeting of Shareholders)
		June 2019	Director of the Company (to the present)	
		(Important concurrent duties) Visiting associate professor of KOMEX, the University of Tokyo Senior Fellow and Director of the International Environment and Economy Institute (IEEI) Director of Japan Council for Renewable Energy (JCRE)		
Reason for nomination as candidate for Outside Director and expected roles				
The reason why we nominated Ms. Mayumi Matsumoto as a candidate for Outside Director is that she holds experience working as a news anchor and researcher in the broad fields of social issues, environment and energy. We expect her to continue to supervise the management of the Company and offer advice based on her extensive experience and high-level insight. While she has not been involved in corporate management other than having served as an outside director or an outside audit & supervisory board member in the past, we believe that she would adequately fulfill her duties as an Outside Director for the reason set forth above.				


- Notes:
1. There are no special conflicts of interest between each of the candidates and the Company.
  2. Mr. Sojiro Tsuchiya, Mr. Kimio Yamaka and Ms. Mayumi Matsumoto are candidates for Outside Director. Upon the conclusion of this General Meeting of Shareholders, Mr. Sojiro Tsuchiya, Mr. Kimio Yamaka and Ms. Mayumi Matsumoto would serve as Outside Director of the Company for 7 years, 6 years and 3 years, respectively.
  3. As the Company has determined that Mr. Sojiro Tsuchiya, Mr. Kimio Yamaka and Ms. Mayumi Matsumoto fulfill the provisions of an Independent Director based on the stipulations of Tokyo Stock Exchange, Inc. and Nagoya Stock Exchange, Inc., and are unlikely to have any conflicts of interests with general shareholders, the Company has registered them as Independent Directors. In addition, it has been 9 years since Mr. Sojiro Tsuchiya retired from his position as a business executive of Denso Corporation in June 2013. Although the Company has a transactional relationship with said company, the transactional amount is 0.1% or less of the Company's net sales. There are no attributes that are relevant to the eligibility of Mr. Kimio Yamaka and Ms. Mayumi Matsumoto as Independent Directors.
  4. The Company has entered into agreements limiting liability for damages provided for in Article 423, Paragraph 1 of the Companies Act with Mr. Sojiro Tsuchiya, Mr. Kimio Yamaka and Ms. Mayumi Matsumoto. The outline of the limited liability agreement is that they shall be held liable for damages up to the amount stipulated in Article 425, Paragraph 1 of the Companies Act.
  5. The Company has entered into a directors and officers liability insurance agreement, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company. The insurance agreement covers damages that may arise when the insured assumes liability for the execution of his or her duties or receives a claim related to the pursuit of such liability. All candidates will be included as the insured of the insurance agreement. The Company plans to renew the insurance agreement with the same content during his or her term of office.

### Proposed Resolution 3: Election of 1 Audit & Supervisory Board Member

The term of office of Mr. Masami Hadama as an Audit & Supervisory Board Member will expire upon the conclusion of this General Meeting of Shareholders. Accordingly, we hereby request that 1 Audit & Supervisory Board Member be elected.

This proposal resolution has been submitted to and reviewed by the Executive Appointment Committee and the Audit & Supervisory Board has given its prior consent to this proposed resolution.

The candidate for the position of the Audit & Supervisory Board Member is as below.

No.	Name (birth date)	Brief career summary, position at the Company, and important concurrent duties			Number of the Company's shares owned
1	  Hitoshi Kuwayama (January 7, 1965) Newly Appointed Outside Audit & Supervisory Board Member Independent Audit & Supervisory Board Member	April	1990	Resistered as attorney Joined Midosuji Law Firm (currently, Midosuji LPC)	0 shares
		April	1997	Partner of Midosuji Law Firm (currently, Midosuji LPC)	
		May	2011	Outside company auditor of MAXVALU NISHINIHON Co., Ltd.	
		April	2012	Osaka Bar Association Vice chairman	
		April	2013	Part-time Lecturer of Kyoto University Law School	
		May	2015	Outside director of MAXVALU NISHINIHON Co., Ltd.	
		April	2020	Representative Partner of Midosuji LPC (to the present)	
		June	2020	Outside director of ZETT Corporation (member of audit & supervisory committee) (to the present)	
		(Important concurrent duties) Representative Partner of Midosuji LPC Outside director of ZETT Corporation (member of audit & supervisory committee)			
		Reason for nomination as candidate for Audit & Supervisory Board Member			
We nominate Mr. Hitoshi Kuwayama as a candidate to become an Outside Audit & Supervisory Board Member as we expect him to apply his extensive experience and high-level insight he has accumulated as a lawyer in the Company's audit. While he has not been involved in corporate management other than having served as an outside director or an outside audit & supervisory board member in the past, we believe that he would adequately fulfill his duties as an Outside Audit & Supervisory Board Member for the reason set forth above.					

- Notes:
1. There are no special conflicts of interest between the candidate and the Company.
  2. Mr. Hitoshi Kuwayama is a candidate to become an Outside Audit & Supervisory Board Member.
  3. The Company will register him as Independent Audit & Supervisory Board Member, because he fulfills the provisions of an Independent Audit & Supervisory Board Member based on the stipulations of Tokyo Stock Exchange, Inc. and Nagoya Stock Exchange, Inc., and are unlikely to have any conflicts of interests with general shareholders.
  4. Upon approval of his election in this Proposed Resolution, the Company will enter into an agreement limiting liability for damages provided for in Article 423, Paragraph 1 of the Companies Act with him. The outline of the limited liability agreement is that he shall be held liable for damages up to the amount stipulated in Article 425, Paragraph 1 of the Companies Act.
  5. The Company has entered into a directors and officers liability insurance agreement, as stipulated in Article 430-3, Paragraph 1 of the Companies Act, with an insurance company. The insurance agreement covers damages that may arise when the insured assumes liability for the execution of his or her duties or receives a claim related to the pursuit of such liability. Candidate will be included as the insured of the insurance agreement. The Company plans to renew the insurance agreement with the same content during his or her term of office.

End