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June 3, 2022

To our shareholders:

Michiaki Kato

President

KOITO MANUFACTURING CO., LTD.

4-8-3, Takanawa, Minato-ku, Tokyo

NOTICE OF THE 122ND ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 122nd Ordinary General Meeting of Shareholders of KOITO MANUFACTURING CO., LTD. (the “Company”), which will be held as described below. In consideration of the impact of the novel coronavirus, please consider not attending this General Meeting of Shareholders to prevent the spread of the infection. You may exercise your voting rights by either of the following methods. Please examine the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights.

Exercising Voting Rights

[For those attending the meeting]

Please bring the voting form with you and present it at the reception desk on the day of the meeting. You are kindly requested to bring this notice to the meeting in the interest of conserving resources.

[For those exercising voting rights by mail]

Please use the enclosed voting form to indicate your approval or disapproval and resend it so it reaches us by 5:00 p.m., Tuesday, June 28, 2022 (Japan Standard Time), the day before the Ordinary General Meeting of Shareholders.

[For those exercising voting rights by the Internet]

Please access the voting website (<https://evote.tr.mufg.jp/>) to submit votes of approval or disapproval. Votes can be submitted until 5:00 p.m., Tuesday, June 28, 2022 (Japan Standard Time).

Meeting Details

1. Date and time: Wednesday, June 29, 2022 at 10:00 a.m. (Japan Standard Time)

*Reception desk opens at 9:00 a.m.

2. Venue: Shinagawa Prince Hotel, Main Tower 24th floor, Crystal 24

4-10-30, Takanawa, Minato-ku, Tokyo

3. Agenda of the General Meeting of Shareholders:

Items to be reported:

1. Business Report and Consolidated Financial Statements for the 122nd Term (from April 1, 2021 to March 31, 2022), as well as the results of audit of the Consolidated Financial Statements by the Independent Auditors and the Audit and Supervisory Board.
2. Financial Statements for the 122nd Term (from April 1, 2021 to March 31, 2022)

Items to be resolved:

Proposal 1: Dividends of surplus

Proposal 2: Amendment to the Articles of Incorporation

Proposal 3: Election of nine (9) Directors

Reference Documents for the General Meeting of Shareholders

Proposal 1: Dividends of surplus

The company's policy is to continuously pay stable dividends to shareholders based on the comprehensive evaluation of our present business results, business climate, etc.

As a result of consideration based on the company's policy, the year-end dividend of this term is scheduled to be ¥30 per share.

Accordingly, the full year dividend, including the interim dividend, is scheduled to be ¥54.

Matters related to year-end dividend

1. Type of dividend property:

Cash

2. Allocation of dividend property and total amount thereof

¥30 per common share of the Company

Total amount: ¥4,822,215,930

3. Effective date of distribution of dividends of surplus

June 30, 2022

Proposal 2: Amendment to the Articles of Incorporation

1. Reason for proposal

(1) Article 3. (Location of the Head Office)

As head office will be temporarily relocated in response to the aging of the head office building and its rebuilding, Article 3 (Location of the Head Office) of the current Articles of Incorporation will be changed from Minato-ku, Tokyo to Shinagawa-ku, Tokyo. The change will take effect on the date of the head office relocation to be determined at a meeting of the Board of Directors to be held by March 31, 2023, and a supplementary provision will be added to clarify this. This supplementary provision will be deleted after its effective date.

(2) Article 15. (Measures, Etc. for Providing Information in Electronic Format)

Accompanying the enforcement of the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) on September 1, 2022, the system for providing informational materials for the general meeting of shareholders in electronic format will be introduced, and the Articles of Incorporation will hereby be amended as follows:

- (i) Listed companies will be obliged to stipulate in their articles of incorporation that they will take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format, and accordingly, Article 15 (Measures, Etc. for Providing Information in Electronic Format), paragraph 1 of the proposed amendments will be newly established.
- (ii) Article 15 (Measures, Etc. for Providing Information in Electronic Format), paragraph 2 of the proposed amendments will be newly established to allow the Company to limit the scope of the items to be stated in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents, among the items of information that constitutes the content of reference documents for the general meeting of shareholders, etc. to be provided in electronic format, to the scope specified by the Ministry of Justice Order.
- (iii) Article 15 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) of the current Articles of Incorporation will be deleted as it will no longer be required once the system for providing informational materials for the general meeting of shareholders in electronic format has been introduced.
- (iv) Supplementary provisions regarding the effect of the above newly established and deleted provisions will be established. These supplementary provisions will be deleted after the due date.

(3) Article 24. (Tenure of Directors)

In order to clarify management responsibility of Directors and to establish a management structure that can promptly respond to changes in the business climate, the tenure of Directors will be shortened from two (2) years to one (1) year. Accompanying this change, the provisions concerning adjustment of the tenure will be deleted.

(4) Article 26. (Executive Directors)

In order to improve the governance of the Board of Directors and to facilitate flexibility in the selection of Executive Directors, the provisions for Executive Directors will be changed and the provision regarding Director and Senior Advisers will be deleted.

2. Details of the amendments

Details of the amendments are as follows:

(Underlined portions indicate the amendments.)

Current Articles of Incorporation	Proposed amendments
<p>Article 3. (Location of the Head Office) The head office of the Company shall be located at <u>Minato-ku</u>, Tokyo, Japan.</p> <p><u>Article 15. (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.)</u> <u>When the Company convenes a general meeting of shareholders, if it discloses information that is to be stated or presented in the reference documents for the general meeting of shareholders, business report, financial statements and consolidated financial statements through the internet in accordance with the provisions prescribed by the Ministry of Justice Order, it may be deemed that the Company has provided this information to shareholders.</u></p> <p>(Newly established)</p> <p>Article 24. (Tenure of Directors) (i) The tenure of a Director shall expire at the conclusion of the ordinary general meeting of shareholders for the last business year out of the business years terminating within <u>two years</u> after the election of the Director. (ii) <u>The tenure of a Director elected as a substitute shall expire at the end of the tenure of the retired Director.</u> (iii) <u>The tenure of a Director elected as a result of an increase in the number of Directors shall expire at the end of the tenure of the other incumbent Directors.</u></p>	<p>Article 3. (Location of the Head Office) The head office of the Company shall be located at <u>Shinagawa-ku</u>, Tokyo, Japan.</p> <p>(Deleted)</p> <p><u>Article 15. (Measures, Etc. for Providing Information in Electronic Format)</u> (i) <u>When the Company convenes a general meeting of shareholders, it shall take measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format.</u> (ii) <u>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 from statements in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents by the record date of voting rights.</u></p> <p>Article 24. (Tenure of Directors) The tenure of a Director shall expire at the conclusion of the ordinary general meeting of shareholders for the last business year out of the business years terminating within <u>one year</u> after the election of the Director.</p> <p>(Deleted)</p>

Current Articles of Incorporation	Proposed amendments
<p>Article 26. (Executive Directors <u>and Senior Advisers</u>)</p> <p>(i) The Board of Directors may appoint, by its resolution, one Chairman, one President, one or a small number of Executive Vice Presidents, <u>one or a small number of Senior Managing Directors, and one or a small number of Managing Directors.</u></p> <p>(ii) <u>The Board of Directors may appoint, by its resolution, one or a small number of Director and Senior Advisers</u></p> <p>(Newly established)</p>	<p>Article 26. (Executive Directors)</p> <p>The Board of Directors may appoint, by its resolution, one Chairman, one President, <u>and</u> one or a small number of Executive Directors.</p> <p>(Deleted)</p> <p>(Supplementary Provisions)</p> <p><u>Article 1.</u></p> <p><u>The change in Article 3 (Location of the Head Office) shall be effective on the date of relocation of the head office to be determined at a meeting of the Board of Directors to be held by March 31, 2023, and Article 1 of these Supplementary Provisions shall be deleted after the effective date of the relocation of the head office.</u></p> <p><u>Article 2.</u></p> <p><u>1. The deletion of Article 15 (Internet Disclosure and Deemed Provision of Reference Documents for the General Meeting of Shareholders, Etc.) in the current Articles of Incorporation and the establishment of the new Article 15 (Measures, Etc. for Providing Information in Electronic Format) in the amended Articles of Incorporation shall be effective from September 1, 2022 (hereinafter referred to as the “Date of Enforcement”).</u></p> <p><u>2. Notwithstanding the provision of the preceding paragraph, Article 15 of the current Articles of Incorporation shall remain effective regarding any general meeting of shareholders held on a date within six months from the Date of Enforcement.</u></p> <p><u>3. Article 2 of these Supplementary Provisions shall be deleted after the date when six months have elapsed from the Date of Enforcement or three months have elapsed from the date of the general meeting of shareholders in the preceding paragraph, whichever is later.</u></p>

Proposal 3: Election of nine (9) Directors

If Proposal 2, “Amendment to the Articles of Incorporation” is approved in its original form, the tenure of the Company’s Directors will change from two years to one year, and the tenure of all the fourteen (14) Directors will expire at the conclusion of this General Meeting of Shareholders.

Therefore, subject to the approval of Proposal 2 “Amendment to the Articles of Incorporation,” the Company proposes the election of nine (9) Directors.

The candidates for Directors are as follows:

No. 1	Masahiro Otake (born on March 15, 1947)	Up for re-election
Number of shares of the Company held: 87,400 shares	Career history, position and responsibility, and important positions concurrently held	
	April 1977	Joined the Company
	June 1987	Director
	June 1993	Managing Director
	June 1999	Senior Managing Director
	June 2005	Executive Vice President
	June 2007	President
	June 2015	Chairman (present position)

Reasons for nomination as candidate for Director

Mr. Masahiro Otake has acquired extensive experience and a high level of insight through previously serving as President. He has also been involved with the Company’s management as a Director, and has contributed significantly to the improvement of the Company’s performance and corporate value.

The Company proposes his re-election as a Director so that his knowledge and experience may be reflected in the Company’s management.

No.2	Michiaki Kato (born on June 23, 1959)	Up for re-election
Number of shares of the Company held: 12,400 shares	Career history, position and responsibility, and important positions concurrently held	
	April 1982	Joined the Company
	October 2004	General Manager of Euro-American Operations
	June 2005	Director
	June 2011	Managing Director
	June 2012	Managing Corporate Officer
	June 2013	Director and Managing Corporate Officer
	June 2017	Senior Managing Director (present position)
		Sales Headquarters
		International Operations Headquarters
	June 2021	President (present position)

Reasons for nomination as candidate for Director

Mr. Michiaki Kato has acquired extensive experience and a high level of insight through serving as President and in other positions. He has also been involved with the Company's management as a Director and has contributed significantly to the improvement of the Company's performance and corporate value.

The Company proposes his re-election as a Director so that his knowledge and experience may be reflected in the Company's management.

No.3	Kenji Arima (born on September 11, 1954)	Up for re-election
Number of shares of the Company held: 10,200 shares	Career history, position and responsibility, and important positions concurrently held	
	April 1977	Joined the Company
	January 2005	Director, Koito Europe NV (KENV)
	June 2005	Director, the Company
	June 2011	Managing Director
	June 2012	Director and Managing Corporate Officer
	June 2013	Senior Managing Director
	June 2019	Executive Vice President (present position)
		Engineering Headquarters
		Sales Headquarters
		In charge of
		Mobility Strategy Department
		Research & Development Department
		DX Promotion (present position)

Reasons for nomination as candidate for Director

Since joining the Company, Mr. Kenji Arima has acquired extensive experience and a high level of insight through serving as Head of Engineering Headquarters and in other positions. He has also been involved with the Company's management as a Director, and has contributed significantly to the improvement of the Company's performance and corporate value.

The Company proposes his re-election as a Director so that his knowledge and experience may be reflected in the Company's management.

No.4	Masami Uchiyama (born on May 12, 1959)	Up for re-election
Number of shares of the Company held: 6,600 shares	Career history, position and responsibility, and important positions concurrently held	
	April 1983	Joined the Company
	June 2005	General Manager of Personnel Department
	June 2007	Director
	June 2011	Managing Director
	June 2012	Director and Managing Corporate Officer
	June 2017	Senior Managing Director
	June 2021	Executive Vice President (present position)
		Production Headquarters Shizuoka Plant In charge of General Affairs Department, Shizuoka Logistics Department Safety Environment Department Production Control Department Electronics Products Production Department CN Promotion (present position)

Reasons for nomination as candidate for Director

Since joining the Company, Mr. Masami Uchiyama has acquired extensive experience and a high level of insight through serving as Head of Production Headquarters and in other positions. He has also been involved with the Company’s management as a Director, and has contributed significantly to the improvement of the Company’s performance and corporate value.

The Company proposes his re-election as a Director so that his knowledge and experience may be reflected in the Company’s management.

No.5	Hideharu Konagaya (born on June 17, 1963)	Up for re-election
Number of shares of the Company held: 12,500 shares	Career history, position and responsibility, and important positions concurrently held	
	April 1987	Joined the Company
	April 2006	General Manager of Accounting Department
	June 2009	Director
	June 2012	Corporate Officer
	June 2013	Managing Corporate Officer
	June 2015	Director and Managing Corporate Officer
	June 2017	Senior Managing Director (present position) Finance & Accounting Headquarters Procurement Headquarters (present position)

Reasons for nomination as candidate for Director

Since joining the Company, Mr. Hideharu Konagaya has acquired extensive experience and a high level of insight through serving as Head of Finance & Accounting Headquarters, Procurement Headquarters and in other positions. He has also been involved with the Company's management as a Director, and has contributed significantly to the improvement of the Company's performance and corporate value.

The Company proposes his re-election as a Director so that his knowledge and experience may be reflected in the Company's management.

No.6	Katsuyuki Kusakawa (born on July 30, 1956)	Up for re-election
Number of shares of the Company held: 12,100 shares	Career history, position and responsibility, and important positions concurrently held	
	April 1980	Joined Toyota Motor Co., Ltd. (currently TOYOTA MOTOR CORPORATION)
	January 2009	Seconded to Toyota Motor Sales, U.S.A., Inc.
	March 2011	Standing Adviser, the Company
	June 2011	Managing Director
	June 2012	Director and Managing Corporate Officer
	June 2019	Senior Managing Director (present position)
		In charge of Corporate Planning Department Compliance Department Personnel Department Cost Administration Department DX Promotion (present position)

Reasons for nomination as candidate for Director

Since joining the Company, Mr. Katsuyuki Kusakawa has acquired extensive experience and a high level of insight through serving as Deputy Head of Engineering Headquarters and in other positions. He has also been involved with the Company's management as a Director, and has contributed significantly to the improvement of the Company's performance and corporate value.

The Company proposes his re-election as a Director so that his knowledge and experience may be reflected in the Company's management.

No. 7	Haruya Uehara (born on July 25, 1946)	Up for re-election Outside Independent executive
Number of shares of the Company held: 0 shares	Career history, position and responsibility, and important positions concurrently held April 1969 Joined The Mitsubishi Trust and Banking Corporation (currently Mitsubishi UFJ Trust and Banking Corporation) June 1996 Director June 1998 Managing Director June 2001 Senior Managing Director June 2002 Director, Deputy President April 2004 President October 2005 President, Mitsubishi UFJ Trust and Banking Corporation June 2008 Chairman April 2012 Senior Advisor (present position) June 2013 Outside Director, the Company (present position) (Significant concurrent positions outside the Company) Senior Advisor, Mitsubishi UFJ Trust and Banking Corporation	

Reasons for nomination as candidate for Outside Director and summary of expected role

Mr. Haruya Uehara serves as Senior Advisor to Mitsubishi UFJ Trust and Banking Corporation, and the Company proposes his re-election as an Outside Director so that his knowledge and experience may be reflected in the Company's management and he may fulfill a supervisory function from this perspective.

No.8	Kingo Sakurai (born on May 5, 1943)	Up for re-election Outside Independent executive										
Number of shares of the Company held: 10,000 shares	Career history, position and responsibility, and important positions concurrently held <table style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 20%;">March 1972</td> <td>Registered as certified public accountant</td> </tr> <tr> <td>June 1983</td> <td>Independent Auditor, the Company</td> </tr> <tr> <td>June 2009</td> <td>Resigned Independent Auditor</td> </tr> <tr> <td>July 2009</td> <td>Adviser (part time), the Company</td> </tr> <tr> <td>June 2017</td> <td>Outside Director, (present position)</td> </tr> </table>		March 1972	Registered as certified public accountant	June 1983	Independent Auditor, the Company	June 2009	Resigned Independent Auditor	July 2009	Adviser (part time), the Company	June 2017	Outside Director, (present position)
March 1972	Registered as certified public accountant											
June 1983	Independent Auditor, the Company											
June 2009	Resigned Independent Auditor											
July 2009	Adviser (part time), the Company											
June 2017	Outside Director, (present position)											

Reasons for nomination as candidate for Outside Director and summary of expected role

Mr. Kingo Sakurai is a certified public accountant, and the Company proposes his re-election as an Outside Director so that his knowledge and experience may be reflected in the Company's management and he may fulfill a supervisory function from this perspective.

Mr. Sakurai has never been involved with a company's management other than being an outside executive. However, he has sufficient knowledge as an expert in finance and accounting to oversee management as a certified public accountant. As a result, the Company believes that Mr. Sakurai can perform the duties of an Outside Director properly.

No.9	Chika Igarashi (born on March 26, 1971)	First-time candidate Outside Independent executive Female
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Number of shares
of the Company held:
0 shares

Career history, position and responsibility, and important positions concurrently held

April 1997	Registered as an attorney Joined a law firm in Tokyo
July 2006	Joined Nishimura & Asahi (present position)
June 2007	Registered as an attorney at law in New York State

(Significant concurrent positions outside the Company)
Partner attorney, Nishimura & Asahi

Reasons for nomination as candidate for Outside Director and summary of expected role

Ms. Chika Igarashi is an attorney, and the Company proposes her election as an Outside Director so that her knowledge and experience may be reflected in the Company's management and she may fulfill a supervisory function from this perspective.

Ms. Igarashi has never been directly involved with a company's management other than being an outside executive. However, she has been engaged in corporate legal affairs in Japan and overseas as an attorney for many years, and she has a high degree of legal expertise and international perspective in corporate legal affairs. As a result, the Company believes that Ms. Igarashi can perform the duties of an Outside Director properly.

Ms. Igarashi is a partner at Nishimura & Asahi. The Company has a business relationship with Nishimura & Asahi concerning legal services. However, the Company and said law office have not entered into an advisory agreement.

The average amount of legal fees paid to said law office including Nishimura & Asahi LPC with which said law office conducts joint legal operations, and so on below amounted to less than 1% of the Company's net sales and less than 2% of said law office's total revenue. Therefore, there is no risk of a conflict of interest with general shareholders and Ms. Igarashi's independence is unaffected.

Notes:

1. There is no particular business or other relationship between all candidate and the Company.
2. Mr. Uehara and Mr. Sakurai are the candidate for Outside Director. In addition, Ms. Chika Igarashi is a first-time candidate for Outside Director.
3. The Company has submitted a notice to the Tokyo Stock Exchange that Mr. Uehara and Mr. Sakurai have been designated as an independent executive in accordance with the regulations of this exchange. If their re-elections are approved, the Company plans for their appointment as an independent executive to continue. In addition, Ms. Igarashi fulfills the requirements for independence stipulated by the Tokyo Stock Exchange and, if her election is approved, the Company plans to submit a notice to this exchange that Ms. Igarashi is an independent executive.
4. At the conclusion of this meeting, Mr. Uehara's tenure as Outside Director of the Company will have been nine years, Mr. Sakurai's tenure as Outside Director of the Company will have been five years.
5. Liability limitation agreements with Outside Directors
To enable Outside Directors to perform their duties as expected, current Articles of Incorporation provide for agreements that limit the liability of Outside Directors for matters specified by laws and regulations concerning liability in Article 423, paragraph 1 of the Companies Act and in accordance with Article 427, paragraph 1 of this act. These agreements limit the monetary liability to the minimum liability amount specified by laws and regulations. The Outside Director candidate Mr. Uehara and Mr. Sakurai have established the agreement with the Company. If They are re-elected, the Company plans to renew the agreement with them.
In addition, if Outside Director candidate Ms. Igarashi is elected, the Company plans to enter into the agreement with her.
6. Directors and officers liability insurance policies covering the Director candidates
The Company has taken out a directors and officers liability insurance policy with an insurance company in accordance with Article 430-3, paragraph 1 of the Companies Act, and uses this insurance policy to cover any damages incurred by the insured parties including Directors of the Company should they receive a claim related their assumption or pursuit of responsibilities in connection with the performance of their duties.
If the candidates are elected as Directors, they will be included among the persons insured by this insurance policy. Moreover, the Company plans to renew the policy with the same policy details at the next policy renewal date.

<Reference>

Skill Matrix of Board of Directors

	Name	Corporate Management	Sales, Purchasing	Engineering, R&D	Production, Quality Management, Safe & Environment	Overseas segment	Finance & Accounting	Corporate Planning, Legal, Personnel
1	Masahiro Otake	○	○			○	○	○
2	Michiaki Kato	○	○			○		
3	Kenji Arima	○	○	○	○	○		
4	Masami Uchiyama	○			○			○
5	Hideharu Konagaya	○	○			○	○	
6	Katsuyuki Kusakawa	○		○		○		○
7	Haruya Uehara	○				○	○	
8	Kingo Sakurai						○	
9	Chika Igarashi							○

Note : Above chart does not represent every skill of each directors.

(Accompanying documents) **BUSINESS REPORT** (from April 1, 2021 to March 31, 2022)

1. Matters related to the KOITO Group

1) Performance and results of business activities

Although recovery from the effect of COVID-19 was expected, the outlook of the economic conditions of Japan and overseas in this period remained uncertain due to the slow economic recovery caused by the geopolitical risks, such as the volatile situation in Ukraine, in addition to the effects of the re-spreading of infections, shortage of semiconductors, and a rise in resource and raw material costs.

The automobile production volume also decreased three consecutive periods in Japan due to the drastic fluctuations in production, caused by the confusion of the supply chains. The overseas production volume decreased four consecutive periods as well.

In this climate, the consolidated net sales in Japan decreased year on year due to the decrease in the automobile production. However, overseas, the net sales increased year on year due to new orders in North America and Asia, a shift in automobile lamps to LED, and effect from the exchange conversion, where the net sales increased 7.7% year on year to ¥760.7 billion.

Results by geographical segment are outlined as follows:

Japan	The net sales decreased 8.4% year on year to ¥312.3 billion due to a decrease in the automobile production volume.	Composition of sales 41.1%
North America	While the automobile production volume remained at the same level as the previous period, the net sales increased 29.4% year on year to ¥185.5 billion due to new orders and a shift in automobile lamps to LED.	Composition of sales 24.4%
China	Although the automobile production volume decreased, the net sales increased 6.3% year on year to ¥109.9 billion due to the effect of the exchange conversion.	Composition of sales 14.4%
Asia	The net sales increased 28.0% year on year to ¥110.4 billion due to an increase in the automobile production volume, new orders, and a shift in automobile lamps to LED.	Composition of sales 14.5%
Europe	Although the automobile production volume decreased, the net sales increased 20.7% year on year to ¥33.3 billion due to the effect of the exchange conversion.	Composition of sales 4.4%
Other regions (NAL Brasil)	The net sales increased 97.9% year on year to ¥9.0 billion due to an increase in the automobile production volume, new orders, and a shift in automobile lamps to LED.	Composition of sales 1.2%

Regarding profits, while the net sales has increased, the operating income decreased 5.8% year on year to ¥53.4 billion, and recurring profit decreased 0.8% year on year to ¥60.6 billion, due to an increase in the fixed costs accompanying the sudden fluctuation in production, a rise in raw material and electronic component costs, activities to receive new orders, and investment in R&D for the future. The net income attributable to the owners of the parent increased 1.9% year on year to ¥38.3 billion, due to the gain on sale of investment securities.

2) Capital expenditures

Capital expenditures totaled ¥34.8 billion. Outlays were centered on the automotive lighting equipment segment, primarily in molds and buildings & structures for adapting to new products and model changes both Japan and overseas.

3) Financing

The Company used internal funds and loans for the funds required for substantial investments in overseas business and other activities.

4) Key issues

As a global supplier, the task of the KOITO Group is to strengthen development, production, and sales systems to deal with changes in the business climate of the automobile industry, and to achieve Sustainable Development Goals (SDGs) through our business activities.

To accomplish these, in addition to developing attractive new technology and new products for the next-generation mobility society including CASE and MaaS, we are working to strengthen our production and sales systems through the promotion of digital transformation (DX), and to strengthen our management structure through cost reduction and quality improvement activities, among others.

In addition, we have identified priority issues (materiality) that we will focus on through our business activities and formulated a declaration of initiatives from the perspectives of “environment,” “safety / peace of mind,” and “corporate foundation,” aiming to become a company that coexists with the Earth and contributes to a sustainable society by resolving social issues, including the SDGs.

In terms of the environment, we aim to reduce CO₂ emissions by 50% by fiscal 2030 from the fiscal 2013 level, and to achieve carbon neutrality by fiscal 2050 toward realization of a decarbonized society. At the same time, we are promoting the reduction of environmental impact substances, recycling of materials, and other activities to achieve “Eco-friendly Manufacturing for People and the Earth.”

In terms of safety / peace of mind, we will contribute to the reduction of traffic accidents and gain customers’ satisfaction and trust through developing and providing sensors (LiDARs and cameras), looking ahead to autonomous driving society, and safe and high-quality products.

In terms of corporate foundation, in addition to enhancing corporate governance and strengthening compliance and security, we will aim to become a company where all employees can fulfill their potential through human resource development, work style reform, and promotion of diversity.

The Company asks shareholders for your continued understanding and support.

	Materiality	Relevant SDGs	Declaration of KOITO's initiatives
Environment	<ul style="list-style-type: none"> Prevention of global warming Reduction of environmental impact substances and waste Conservation of water resources 		<ul style="list-style-type: none"> We will promote reduction of CO2 emissions and environmental impact substances, and resource recycling guided by the theme of "Eco-friendly Manufacturing for People and the Earth." We will contribute to the reduction of CO2 emissions by further improving the light emission efficiency and reducing the weight of mainstay products.
Safety/peace of mind	<ul style="list-style-type: none"> Reduction of traffic accidents Technological development contributes to materialize a sustainable society 		<ul style="list-style-type: none"> We will strive to achieve sustainable growth and resolve social issues by developing and providing socially beneficial and safe products and services. Looking ahead to autonomous driving society, we will promote product development of sensors (LiDARs and cameras).
	<ul style="list-style-type: none"> Enhancement of product quality 		<ul style="list-style-type: none"> We will gain customers' satisfaction and trust through developing and providing safe and high-quality products and services.
Corporate foundation	<ul style="list-style-type: none"> Compliance Corporate governance 		<ul style="list-style-type: none"> We will enhance corporate governance and strengthen compliance to establish sound management system.
	<ul style="list-style-type: none"> Information security 		<ul style="list-style-type: none"> We will strive to protect information assets by preparing for risks on information security.
	<ul style="list-style-type: none"> Human resource development Healthy and safe working environment Workstyle reform 		<ul style="list-style-type: none"> We will strive to provide a healthy and safe workplace environment in which all employees can make the best use of their capabilities and fulfill their potential.
	<ul style="list-style-type: none"> Protection of human rights 		<ul style="list-style-type: none"> We will promote initiatives to respect the human rights of all persons.
	<ul style="list-style-type: none"> Disaster prevention 		<ul style="list-style-type: none"> We will strengthen our disaster prevention system throughout the supply chain.

5) Changes in assets and profit (loss)

	million yen (except per share amounts)			
	119th Term	120th Term	121st Term	122nd Term
	April 1, 2018 – March 31, 2019	April 1, 2019 – March 31, 2020	April 1, 2020 – March 31, 2021	April 1, 2021 – March 31, 2022
Net sales	826,257	800,928	706,376	760,719
Profit attributable to owners of parent	72,895	58,022	37,612	38,340
Net income per share (yen)	453.52	360.99	234.00	238.53
Total assets	738,175	729,715	782,163	855,237
Net assets	503,564	513,524	569,438	627,315

Notes:

1. Net sales do not include consumption taxes.
2. Net income per share is based on the average number of shares issued in each fiscal year after deducting treasury stock.

6) Significant subsidiaries

i. Significant subsidiaries

1) Domestic subsidiaries

Company name	Capital (million yen)	Equity ownership percentage	Description of principal businesses
KOITO KYUSHU LIMITED	3,000	100.0%	Manufacturing and marketing of automotive lighting equipment
Koito Transport Co., Ltd.	40	100.0%	Transportation services and logistics
Aoitec Co., Ltd.	100	98.0%	Manufacturing and marketing of electronic components, electrical devices, telecommunications equipment and precision machinery
Shizuokadenso Co., Ltd.	76	100.0% (35.1%)	Manufacturing and marketing of automotive lighting equipment
Nissei Industries Co., Ltd.	51	61.8% (12.4%)	Manufacturing and marketing of miniature bulbs and electrical equipment
Fujieda Auto Lighting Co., Ltd.	100	100.0% (50.0%)	Manufacturing and marketing of automotive lighting equipment
Shizuoka Wire Harness Co., Ltd.	100	100.0% (50.0%)	Manufacturing and marketing of automotive lighting equipment
Haibara Machine and Tools Co., Ltd.	50	100.0% (55.0%)	Manufacturing and marketing of resin metal molds
Shizuoka Kanagata Co., Ltd.	20	40.0%	Manufacturing and marketing of resin metal molds
Koito Insurance Services Co., Ltd.	10	100.0%	Insurance agent
KOITO ELECTRIC INDUSTRIES, LTD.	90	100.0%	Manufacturing and marketing of railroad car control equipment, road traffic signals and traffic control systems, and seats for railroad cars, etc.
Minatsu, Ltd.	40	100.0%	Maintenance and upkeep of traffic signals and safety equipment
Okayama Industry Co., Ltd.	50	51.0%	Manufacturing and marketing of railroad car seats, etc.

Note:

Percentages in parentheses represent the equity ownership percentage for subsidiaries and are included in the total.

2) Overseas subsidiaries

Company name	Capital	Equity ownership percentage	Description of principal businesses
North America			
North American Lighting, Inc.	130,000 thousands of U.S. dollars	100.0%	Manufacturing and marketing of automotive lighting equipment
North American Lighting Mexico, S.A. de C.V.	750 millions of Mexican peso	90.0% (30.0%)	Manufacturing and marketing of automotive lighting equipment
KPS N.A., INC.	400 thousands of U.S. dollars	100.0%	Manufacturing and marketing of railroad car electric components
South America			
NAL do Brasil Indústria e Comércio de Componentes de Iluminação Ltda.	303,000 thousands of Brazilian Real	95.0% (20.0%)	Manufacturing and marketing of automotive lighting equipment
Europe			
Koito Europe Limited	65,000 thousands of Sterling pound	100.0%	Manufacturing and marketing of automotive lighting equipment
Koito Czech s.r.o.	1,000 millions of Czech koruna	100.0%	Manufacturing and marketing of automotive lighting equipment
China			
GUANGZHOU KOITO AUTOMOTIVE LAMP CO., LTD.	4,000 million yen	100.0%	Manufacturing and marketing of automotive lighting equipment
Hubei Koito Automotive Lamp Co., Ltd.	5,000 million yen	100.0%	Manufacturing and marketing of automotive lighting equipment
FUZHOU KOITO TAYIH AUTOMOTIVE LAMP CO., LTD.	9,000 thousands of U.S. dollars	100.0% (49.0%)	Manufacturing and marketing of automotive lighting equipment
Asia			
THAI KOITO COMPANY LIMITED	365,200 thousands of Thai baht	61.8%	Manufacturing and marketing of automotive lighting equipment
PT. INDONESIA KOITO	60,000 thousands of U.S. dollars	90.0%	Manufacturing and marketing of automotive lighting equipment
Ta Yih Industrial Co., Ltd.	762,300 thousands of New Taiwan dollar	32.5%	Manufacturing and marketing of automotive lighting equipment
INDIA JAPAN LIGHTING PRIVATE LIMITED	4,099 millions of Indian rupee	100.0%	Manufacturing and marketing of automotive lighting equipment
KOITO MALAYSIA SDN. BHD.	200 millions of Malaysian ringgit	90.0%	Manufacturing and marketing of automotive lighting equipment

Note:

Percentages in parentheses represent the equity ownership percentage for subsidiaries and are included in the total.

ii. Technology alliances

The Company has technology alliances primarily with the following companies.

1) Agreements to provide technological support

Company name	Country
Industrias Arteb S.A.	Brazil
Farba Otomotiv A.S.	Turkey
Lumotech (Pty.) Ltd.	South Africa
AuVitronics Limited	Pakistan
AVTOSVET Limited Liability Company	Russia

2) Agreements to receive technological support

Company name	Country
PTI Technologies Inc.	USA

7) Description of principal businesses (as of March 31, 2022)

Segments	Main products
Automotive lighting equipment segment	LED headlamps, discharge headlamps, headlights and auxiliary lamps, signaling lamps, high-mount stop lamps, halogen lamps, other miniature bulbs, other lighting equipment
Electrical equipment segment excluding automotive lighting equipment segment	Railroad car electric components, road traffic signals, highway information systems
Other products and services	Aircraft components, electronics components, seats for aircraft and railroad cars, climate control equipment, transportation services and logistics, insurance service

8) Main offices and plants (as of March 31, 2022)

i. The Company

Office name	Location	Office name	Location
Head office	Minato-ku, Tokyo	Tokyo Sales Office	Minato-ku, Tokyo
Sapporo Branch	Higashi-ku, Sapporo City	Atsugi Sales Office	Atsugi City, Kanagawa Pref.
Kitakanto Branch	Utsunomiya City, Tochigi Pref.	Shizuoka Sales Office	Shimizu-ku, Shizuoka City
Tokyo Branch	Minato-ku, Tokyo	Nagoya Sales Office	Toyota City, Aichi Pref.
Toyota Branch	Toyota City, Aichi Pref.	Osaka Sales Office	Yodogawa-ku, Osaka City
Osaka Branch	Yodogawa-ku, Osaka City	Fukuoka Sales Office	Hakata-ku, Fukuoka City
Hiroshima Branch	Aki-gun, Hiroshima Pref.	Shizuoka Plant	Shimizu-ku, Shizuoka City
Sapporo Sales Office	Higashi-ku, Sapporo City	Haibara Plant	Makinohara City, Shizuoka Pref.
Sendai Sales Office	Miyagino-ku, Sendai City	Sagara Plant	Makinohara City, Shizuoka Pref.
Kitakanto Sales Office	Utsunomiya City, Tochigi Pref.	Fujikawa Tooling Plant	Fuji City, Shizuoka Pref.
Ota Sales Office	Ota City, Gunma Pref.	Koito Parts Center	Shimizu-ku, Shizuoka City

ii. Subsidiaries

1) Domestic subsidiaries

Company name	Location	Company name	Location
KOITO KYUSHU LIMITED	Saga City, Saga Pref.	Haibara Machine and Tools Co., Ltd.	Makinohara City, Shizuoka Pref.
Koito Transport Co., Ltd.	Shimizu-ku, Shizuoka City	Shizuoka Kanagata Co., Ltd.	Fujieda City, Shizuoka Pref.
Aoitec Co., Ltd.	Kita-ku, Hamamatsu City	Koito Insurance Services Co., Ltd.	Minato-ku, Tokyo
Shizuokadensho Co., Ltd.	Shimizu-ku, Shizuoka City	KOITO ELECTRIC INDUSTRIES, LTD.	Sunto-gun, Shizuoka Pref.
Nissei Industries Co., Ltd.	Shimizu-ku, Shizuoka City	Minatsu, Ltd.	Totsuka-ku, Yokohama City
Fujieda Auto Lighting Co., Ltd.	Fujieda City, Shizuoka Pref.	Okayama Industry Co., Ltd.	Ora-gun, Gunma Pref.
Shizuoka Wire Harness Co., Ltd.	Shimizu-ku, Shizuoka City		

2) Overseas subsidiaries

Company name		Location
North American Lighting, Inc.	Head Office (Paris) / Paris Plant	Illinois
	Flora Plant	Illinois
	Salem Plant	USA Illinois
	Alabama Plant	Alabama
	Indiana Tooling Plant	Indiana
	Technical Center	Michigan
North American Lighting Mexico, S.A. de C.V.		Mexico San Luis Potosí
KPS N.A., INC.		USA New York
NAL do Brasil Indústria e Comércio de Componentes de Iluminação Ltda.		Brazil San Paulo
Koito Europe Limited		United Kingdom Droitwich City, Worcestershire
Koito Czech s.r.o.		Czech Republic Zatec City
GUANGZHOU KOITO AUTOMOTIVE LAMP CO., LTD.		China Guangzhou City
Hubei Koito Automotive Lamp Co., Ltd.		China Xiaogan City
FUZHOU KOITO TAYIH AUTOMOTIVE LAMP CO., LTD.		China Fuzhou City
THAI KOITO COMPANY LIMITED	Bangplee Plant	Thailand Samut Prakarn
	Prachinburi Plant	
PT. INDONESIA KOITO		Indonesia West Java
Ta Yih Industrial Co., Ltd.		Taiwan Tainan City
INDIA JAPAN LIGHTING PRIVATE LIMITED	Chennai Plant	India Tamil Nadu
	Bawal Plant	
KOITO MALAYSIA SDN. BHD.		Malaysia Negeri Sembilan

9) Employees (as of March 31, 2022)

Number of employees	Change from previous fiscal year
23,454	-345

10) Principal lenders (as of March 31, 2022)

Lender	Outstanding amount of loan (million yen)
MUFG Bank, Ltd.	9,174
Sumitomo Mitsui Banking Corporation	7,987
Mizuho Bank, Ltd.	4,572

2. Shares (as of March 31, 2022)

1) Total number of shares authorized to be issued	320,000,000 shares
2) Total number of shares issued	160,789,436 shares
3) Number of shareholders	6,276

4) Principal shareholders

Shareholders	Number of shares held (thousand shares)	Ratio of shares held (%)
TOYOTA MOTOR CORPORATION	32,158	20.0
The Master Trust Bank of Japan, Ltd. (Trust account)	19,678	12.2
Sumitomo Mitsui Banking Corporation	5,442	3.4
STATE STREET BANK AND TRUST COMPANY 505223	5,354	3.3
Custody Bank of Japan, Ltd. (Trust account)	5,332	3.3
MUFG Bank, Ltd.	5,154	3.2
Nippon Life Insurance Company	4,844	3.0
The Dai-ichi Life Insurance Company, Limited	4,000	2.5
JP MORGAN CHASE BANK 385632	3,736	2.3
Aioi Nissay Dowa Insurance Co., Ltd.	2,851	1.8

Note: Ratio of shares held is calculated by deducting treasury stock (48,905 shares).

<Reference> Distribution by owners

Financial institution	36.6%
Foreign corporation, etc.	33.5%
Other domestic corporation	25.5%
Individual, etc.	3.4%
Financial instruments business operator (brokerage house)	1.0%

3. Subscription rights to shares, etc. of the Company

Subscription rights to shares issued to/held by executives of the Company as compensation for the execution of their duties as of the fiscal year end

Name	First Issue of Subscription Rights to Shares (Stock compensation-type stock options)
Date of issuance resolution	June 26, 2015
Status of subscription rights to shares held by executives	Number of holders: 11 Directors (except Outside Directors)
Number of subscription rights to shares	310
Type and number of shares subject to subscription rights to shares	Common shares 31,000 shares
Amount to be paid upon exercise of subscription rights to shares	One (1) yen per share
Exercise period of subscription rights to shares	July 30, 2015 - July 29, 2045
Primary condition for exercise of subscription rights to shares	Once an individual is no longer the Company's Director or Corporate Officer, any subscription rights to shares held can be exercised only during the 10-day period starting on the next day following the day the Company's position ended.

4. Company's executives

1) Directors and Audit and Supervisory Board Members (as of March 31, 2022)

Position	Name	In charge of/Important positions concurrently held
Chairman	Masahiro Otake	
President	Michiaki Kato	
Executive Vice President	Kenji Arima	Engineering Headquarters Sales Headquarters Mobility Strategy Department Research & Development Department
Executive Vice President	Masami Uchiyama	Production Headquarters Shizuoka Plant General Affairs Department, Shizuoka Logistics Department Safety Environment Department Production Control Department Electronics Products Production Department
Senior Managing Director	Hideharu Konagaya	Finance & Accounting Headquarters Purchasing Department
Senior Managing Director	Katsuyuki Kusakawa	Engineering Headquarters Corporate Planning Department Compliance Department Personnel Department Cost Administration Department Engineering Department Mobility Strategy Department
Senior Managing Director	Jun Toyota	International Operations Headquarters European Operations
Director and Senior Adviser	Takashi Ohtake	
Director and Senior Adviser	Hiroshi Mihara	
Director and Managing Corporate Officer	Hideo Yamamoto	General Affairs Department Public Relations Department Information System Department Internal Audit Department
Director and Managing Corporate Officer	Takayuki Katsuda	Engineering Headquarters Quality Assurance Department Project Management Department System Product Development Department Shizuoka 1st Design Department Toyota Design Department Mobility Strategy Department
Director and Managing Corporate Officer	Atsushi Inoue	Corporate Planning Department General Affairs Department Public Relations Department
Director (Outside) (Independent executive)	Haruya Uehara	Senior Advisor, Mitsubishi UFJ Trust and Banking Corporation

Position	Name	In charge of/Important positions concurrently held
Director (Outside) (Independent executive)	Kingo Sakurai	Certified public accountant
Standing Audit and Supervisory Board Member	Mitsuo Kikuchi	
Standing Audit and Supervisory Board Member	Koichi Sakakibara	
Audit and Supervisory Board Member (Outside) (Independent executive)	Yukinobu Suzuki	Certified tax accountant Audit and Supervisory Board Member, Koito Insurance Services Co., Ltd.
Audit and Supervisory Board Member (Outside) (Independent executive)	Hiroshi Kimeda	Attorney, Partner of Nishimura & Asahi Outside Director, Advance Create Co., Ltd.

Notes:

1. Director Haruya Uehara and Director Kingo Sakurai are Outside Directors.
2. Audit and Supervisory Board Members Yukinobu Suzuki and Hiroshi Kimeda are Outside Audit and Supervisory Board Members.
3. Audit and Supervisory Board Member Yukinobu Suzuki is a certified tax accountant who has considerable expertise in the fields of finance and accounting.
4. The Company has submitted a notice to the Tokyo Stock Exchange that Director Haruya Uehara, Director Kingo Sakurai, Audit and Supervisory Board Member Yukinobu Suzuki and Audit and Supervisory Board Member Hiroshi Kimeda have been designated as independent executive in accordance with the regulations of this exchange.
5. On the basis of the stipulations of Article 427, paragraph 1 of the Companies Act, the Company and its Outside Directors and its Outside Audit and Supervisory Board Members have concluded an agreement limiting restitution liability for Article 423, paragraph 1 of the same act. These agreements limit the monetary liability to the minimum liability amount specified by laws and regulations.
6. The Company has taken out a directors and officers liability insurance policy with an insurance company in accordance with Article 430-3, paragraph 1 of the Companies Act.
The scope of insured persons under this policy covers Directors, Audit and Supervisory Board Members, and Corporate Officers of the Company, and the Company bears the expense of all insurance premiums.
This insurance policy covers damages incurred by the insured parties should they receive a claim or pursuit of responsibilities in connection with the performance of their duties.
However, in order to ensure that the appropriateness of an insured party's execution of his or her duties is not impaired, the policy does not cover claims for damages arising from willful misconduct or gross negligence.

2) Remuneration, etc. to Directors and Audit and Supervisory Board Members

i. Matters related to the policy for decisions pertaining to the content of individual remuneration, etc. for Directors

The policy for determining remuneration, etc. for Directors has been decided by the Board of Directors, as follows.

It was approved at the 119th Ordinary General Meeting of Shareholders held on June 27, 2019 that the amount of remuneration, etc. for the Company's Directors shall be no more than ¥1.5 billion a year. In addition, it was approved at the 115th Ordinary General Meeting of Shareholders held on June 26, 2015, that, apart from the amount of remuneration, etc., for Directors described above, the amount of remuneration, etc., related to subscription rights as stock compensation-type stock options for Directors shall be no more than ¥200 million a year.

The Directors' remuneration system consists of fixed remuneration, paid monthly, and performance-linked remuneration. Based on the Company's internal standards on Director's remuneration, the Company comprehensively determines the amount of remuneration by taking several factors into account: corporate performance, the amount of dividends to shareholders, remuneration amount of other companies, the amount of employees' salaries, as well as the Director's management capabilities, achievements, and their contributions.

The fixed remuneration amount is calculated by setting a basic amount in based on the size of the role of each Director and their position, then setting the upper and lower limit amount for each position, the status difference by position, and the difference by the number of years in the position.

Performance-linked remuneration is evaluated and decided based on the belief that it is important to comprehensively consider the goals and achievements of each fiscal year's performance (net sales, profits, etc.) and each Director's contribution.

The goal of stock compensation-type stock options is to motivate company managers to contribute to improving business performance and corporate value in the medium to long term by sharing the benefit of rising stock prices and the risk of falling stock prices with shareholders. The number of stock options granted is based on each Director's status of business execution and level of contribution, etc., and Directors are able to exercises their options once they have lost their position as Director.

The remuneration of each Director has been determined by consultations among the Representative Directors based on the authorization of the Board of Directors. For Outside Directors, only fixed remuneration is paid, and no performance-linked remuneration is paid.

ii. The remuneration of Audit and Supervisory Board Members

The remuneration of each Audit and Supervisory Board Members has been determined by consultations among Audit and Supervisory Board Members. For Audit and Supervisory Board Members, only fixed remuneration is paid, and no performance-linked remuneration is paid.

iii. Matters related to the General Meeting of Shareholders' resolution regarding remuneration, etc. of Directors and Audit and Supervisory Board Members

The amount of monetary remuneration for Directors was resolved by the 119th Ordinary General Meeting of Shareholders, held on June 27, 2019, to be no more than ¥1.5 billion a year (of which, the annual amount of remuneration for Outside Directors is to be no more than ¥50 million). At the conclusion of that Ordinary General Meeting of Shareholders, there were fourteen (14) Directors (including two (2) Outside Directors).

In addition, the amount of remuneration, etc., related to subscription rights as stock compensation-type stock options for Directors was resolved by the 115th Ordinary General Meeting of Shareholders, held on June 26, 2015, to be no more than ¥200 million a year.

At the conclusion of that Ordinary General Meeting of Shareholders, there were thirteen (13) Directors (excluding Outside Directors).

The amount of monetary remuneration for Audit and Supervisory Board Members was resolved by the 112th Ordinary General Meeting of Shareholders, held on June 28, 2012, to be no more than ¥120 million a year. At the conclusion of that Ordinary General Meeting of Shareholders, there were four (4) Audit and Supervisory Board Members.

iv. Matters related to delegation of the authority pertaining to deciding the content of individual remuneration, etc. for Directors

The remuneration of each Director is determined by consultations among Representative Directors based on the authorization of the Board of Directors.

The remuneration for each Director in the fiscal year under review was determined by consultation among Chairman Masahiro Otake, President Michiaki Kato, Executive Vice President Kenji Arima, and Executive Vice President Masami Uchiyama, who are Representative Directors, based on the authorization of the Board of Directors. Each person in charge is as described on page 30.

This authorization enables them to calculate the remuneration amounts for fixed remuneration and performance-linked remuneration based on the determination policy for remuneration, etc., of Directors. The reason for delegating this authority is that consultation among Representative Directors is a suitable way to evaluate each Director while taking an overall view of the Company's business performance.

In determining the details of remuneration for individual Directors, the Company has discussed the matter through consultation based on the determination policy for remuneration, etc. of Directors and judged that the details are in line with the determination policy.

v. Total remuneration, etc. to Directors and Audit and Supervisory Board Members

	Number of eligible officers	Total amount of remuneration, etc. by type (million yen)		Total amount of remuneration, etc. (million yen)
		Fixed remuneration	Performance-linked remuneration	
For Directors	15	786	349	1,136
For Audit and Supervisory Board Members	5	103	—	103
Total	20	890	349	1,239

Notes:

1. The above table includes one retired Director and one retired Audit and Supervisory Board Member at the conclusion of the 121st Ordinary General Meeting of Shareholders held on June 29, 2021.
2. Aggregate remuneration for the Outside Directors and Outside Audit and Supervisory Board Members, a total of four individuals, was ¥55 million. (Fixed remuneration only.)
3. In addition to the above, the Company resolved to abolish its Directors' and Audit and Supervisory Board Members' executive retirement bonuses payment system at the conclusion of the 112nd Ordinary General Meeting of Shareholders held on June 28, 2012 and to grant executive retirement bonuses, at the time of the retirement of each person involved, to cover the period in post up to the abolition of the system to Directors and Audit and Supervisory Board Members continuing in post subsequent to the conclusion of the aforementioned General Meeting of Shareholders. On the basis of this resolution, an executive retirement bonus of ¥63 million was paid to one retired Director. These amounts included ¥40 million, which were transferred from provision for Directors' retirement benefits included in the total remuneration, etc. to executives in the business report for past years.
4. Besides the above, one Outside Audit and Supervisory Board Member receives executives' remuneration of ¥0 million from Koito Insurance Services Co., Ltd., a subsidiary of the Company.

5. For Performance-linked remuneration, recurring profit is used as an indicator since it reflects the overall results of the Company's management activities, and the remuneration is calculated giving consideration to the year-on-year change in this indicator. The amounts listed for recurring profit for the fiscal year under review and for the previous fiscal year are the amounts presented in the non-consolidated statements of income.

3) Outside executives

- i. Significant positions at other companies, etc. and the Company's relationship with these companies, etc.

Director Haruya Uehara is a Senior Advisor of Mitsubishi UFJ Trust and Banking Corporation.

Audit and Supervisory Board Member Yukinobu Suzuki is an Audit and Supervisory Board Member of Koito Insurance Services Co., Ltd., which is a subsidiary of the Company. The Company has a business relationship related to insurance agency services with Koito Insurance Services Co., Ltd.

Audit and Supervisory Board Member Hiroshi Kimeda is a Partner of Nishimura & Asahi and an Outside Director of Advance Create Co., Ltd. The Company has a business relationship with Nishimura & Asahi concerning legal services.

ii. Major activities during the fiscal year ended March 2022

	Name	Attendance at the Board of Directors Meetings	Attendance at the Audit and Supervisory Board Meetings	Major activities and status of duties conducted in relation to expected role as Outside Director
Outside Director	Haruya Uehara	All 12 meetings (100.0%)	–	Mr. Haruya Uehara played an appropriate role in ensuring the adequacy and appropriateness of decisions by the Board of Directors, such as providing opinions and other information based on his knowledge and experience concerning corporate management. He also performed a supervisory function, such as sharing information through meetings with the audit department.
Outside Director	Kingo Sakurai	11 of the 12 meetings (91.6%)	–	Mr. Kingo Sakurai played an appropriate role in ensuring the adequacy and appropriateness of decisions by the Board of Directors, such as providing opinions and other information based on his knowledge and experience as a certified public accountant. He also performed a supervisory function, such as sharing information through meetings with the audit department.
Outside Audit and Supervisory Board Member	Yukinobu Suzuki	All 12 meetings (100.0%)	All 8 meetings (100.0%)	Mr. Yukinobu Suzuki provided opinions primarily by using his financial and tax practice expertise and performed other activities for verifying the adequacy and appropriateness of decisions by the Board of Directors, etc. and offering other advice and ideas.
Outside Audit and Supervisory Board Member	Hiroshi Kimeda	All 12 meetings (100.0%)	All 8 meetings (100.0%)	Mr. Hiroshi Kimeda provided opinions primarily by using his legal expertise and performed other activities for verifying the adequacy and appropriateness of decisions by the Board of Directors, etc. and offering other advice and ideas.

5. Independent Auditors

1) Name of Independent Auditors

ARK LLC

2) Remuneration, etc. to the Independent Auditors

	Amount paid (million yen)
1. Amount of remuneration, etc. paid by the Company	70
2. Total amount of money and other property benefits paid by the Company and its subsidiaries	73

Notes:

1. In the auditing contract with the Independent Auditors, there is no separation of the amount of remuneration, etc. for audits in accordance with the Companies Act and the amount for audits in accordance with the Financial Instruments and Exchange Act. Furthermore, since it is impractical to separate these two items, the amount in item 1. is the sum for these two audits.
2. Audit and Supervisory Board, acting in accordance with the “Business Guidance relating to Cooperation with Independent Auditors” issued by the Public Interest Incorporated Association Japan Audit & Supervisory Board Members Association, received the necessary materials and completed its hearing of the report from the relevant internal departments and from Independent Auditors. As a result of discussing the content of the audit plan of Independent Auditors, the execution of the operational responsibilities in previous business years and the basis of the calculation of the remuneration projections, Audit and Supervisory Board has defined that the amount of remuneration, etc. in item 1. was reasonable, and consented in accordance with Article 399, paragraph 1 of the Companies Act.

3) Policy regarding decisions about dismissal or non-reappointment of the Independent Auditors

- i. In cases where the Independent Auditors fall under any of the grounds set forth in each item of Paragraph 1 of Article 340 of the Companies Act and the dismissal is deemed appropriate, Audit and Supervisory Board shall decide to dismiss the Independent Auditors based on the consent of all the Audit and Supervisory Board Members of the Company.
- ii. In cases where it is found that a reason that hinders the Independent Auditors from performing proper audits has arisen, Audit and Supervisory Board shall decide on the content of drafts to be submitted to the General Meeting of Shareholders for dismissal or non-reappointment of the Independent Auditors.

4) Audits of the Company's subsidiaries' financial statements by certified public accountants or auditing firms other than the Company's Independent Auditors

Overseas subsidiaries of the Company are audited by certified public accountants or auditing firms other than the Company's Independent Auditors.

6. System for ensuring appropriate business execution

This section explains the summary of decisions in regard to systems for ensuring that Directors execute their duties in compliance with laws and regulations and the Company's Articles of Incorporation and that other operations of the Company are conducted properly.

1) System ensuring that Directors and employees execute their duties in compliance with laws and regulations and the Company's Articles of Incorporation

The Compliance Committee, Compliance Department, Internal Audit Department, whistle-blower internal reporting system and other organizations and systems, as well as the Code of Corporate Ethics and other relevant regulations, will be developed and enhanced based on the KOITO Group Corporate Behavior Charter. At the same time, the Company's Directors, Corporate Officers and employees will receive education familiarizing them with the organizations, systems and regulations.

2) System for the preservation and administration of information on Directors executing their duties

Regulations will be developed and enhanced to appropriately preserve and administer the minutes of the General Meeting of Shareholders, Board of Directors, Managing Committee, and other information on Directors executing their duties.

3) Regulations and other systems for managing the risk of loss

Risk Management Regulations and other regulations and systems for managing risk will be developed to avoid and eliminate material risks that could threaten the Company's survival, and minimize the impact when they arise. At the same time, the Company's Directors, Corporate Officers and employees will receive education and training on risk management.

4) System for ensuring the efficient execution of duties by Directors

Board of Directors and Managing Committee will be held regularly. Meanwhile, Board of Directors Regulations, Managing Committee Regulations and other regulations pertaining to the execution of duties by Directors, as well as the Corporate Officer system and other organizations and systems, will be developed and enhanced to ensure the efficient execution of duties by Directors. At the same time, business will be executed according to specific plans the divisions develop each year based on the President's policy.

5) System for ensuring appropriate business execution by the corporate group comprising the Company and its subsidiaries

The Company and its Group companies will subscribe together to the KOITO Group Corporate Behavior Charter and develop a system for ensuring and administering the properness of operations.

- i) Based on the Affiliates Management Regulations, etc., the Company will specify matters to be reported, enhance the Group's reporting system, and ensure that Group companies file periodical reports to the Company.
- ii) Based on the Affiliates Management Regulations, etc., the Company will keep watching on risks to the Group as a whole in a comprehensive and centralized manner. Whenever it finds insufficiency in a Group company's action, etc., the Company will give it guidance or take other corrective measures.
- iii) The Company will ensure that Group companies prepare and keep their regulations, organizations, and systems to ensure periodical holding of Board of Directors meetings and Directors' execution of their duties.

For significant Group companies, executives of the Company may concurrently hold offices of executives of such Group companies.

- iv) Based on the KOITO Group Corporate Behavior Charter, etc., the Company will ensure that Group companies achieve compliance with laws and regulations, and the Company's administrative units and Internal Audit Department conduct Group companies' operational and accounting audits. Further, based on the Affiliates Management Regulations, etc., the Company will specify matters subject to the Company's approval, and ensure that Group companies first obtain the Company's approval before carrying out such matters.

6) Matters pertaining to the status of certain employees, their independence from Directors, and ensuring the viability of instruction in the event Audit and Supervisory Board Members request for such employees to assist in the execution of their duties

An Audit and Supervisory Board Members' Office will be established to help the Audit and Supervisory Board Members execute their duties under the instruction and order of the Audit and Supervisory Board Members and the Audit and Supervisory Board.

Moreover, assignment of personnel to the Audit and Supervisory Board Members' Office shall be decided upon approval by the Audit and Supervisory Board to ensure independence from Directors.

7) System for Directors and employees of the Company and its subsidiaries to report to Audit and Supervisory Board Members of the Company, and for preventing unfair treatment of the Directors and employees for reporting to the Audit and Supervisory Board Members of the Company

Directors, Corporate Officers and employees of the Company and its Group companies shall report to the Audit and Supervisory Board Members of the Company when they learn of matters of material impact on the Company, serious violations of laws and regulations and the Company's Articles of Incorporation, and other issues of compliance.

Moreover, each Audit and Supervisory Board Member shall exercise their own discretion in reporting the findings from such reports to the Audit and Supervisory Board.

Meanwhile, the Company's organization and systems will be developed and enhanced to rigorously prevent the unfair treatment of the directors, corporate officers and employees for reporting to the Audit and Supervisory Board Members.

8) Policy on expenses arising from the Audit and Supervisory Board Members of the Company executing their duties, and system for enabling the Audit and Supervisory Board Members to conduct effective audits

The Company shall pay all necessary expenses involved in the Audit and Supervisory Board Members executing their duties.

The Audit and Supervisory Board Members shall monitor and audit the execution of business by means that include attending meetings of the Board of Directors, Managing Committee, Compliance Committees and other relevant meetings and committees, and examining important documents.

The Audit and Supervisory Board Members shall exchange opinions periodically, or as necessary, with Directors, Corporate Officers, Independent Auditors, and the Internal Audit Department, among others.

7. Summary of operation of system for ensuring appropriate business execution

1) Compliance system

To strengthen our compliance system, the Company has established the Compliance Committee, Compliance Department, Internal Audit Department, and whistle-blower internal reporting desks (corporate ethics consulting desks).

The Compliance Committee meets regularly to confirm and follow up on the activity plans and results of the Compliance Department and Internal Audit Department, the operation status of the corporate ethics consulting desks, and responses to risks, among others.

The Compliance Department disseminates the KOITO Group Corporate Behavior Charter and related rules and regulations, conducts compliance training programs by hierarchy and by topics such as the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade, conducts awareness surveys regarding the KOITO Group Corporate Behavior Charter and compliance, promotes use of the corporate ethics consulting desks, and fosters compliance awareness among employees.

The Internal Audit Department conducts periodic compliance audits regarding the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade and the Act against Delay in Payment of Subcontract Proceeds, Etc. to Subcontractors, etc.

Corporate ethics consulting desks have been established both internally and externally (at a law firm). All employees and affiliated companies are informed of the contact information for the corporate ethics consulting desks, and internal regulations are in place to protect the privacy of informants and to ensure that they are not disadvantaged in the workplace, thereby aiming to improve its viability. The operational situation of the corporate ethics consulting desks is also regularly reported to the Board of Directors and other relevant bodies.

2) System concerning the execution of duties by Directors

At the Company, based on the Company's regulations, management decisions and supervision are conducted by the Board of Directors, the execution of duties is conducted by Directors and Corporate Officers, and the execution of duties is audited by Audit and Supervisory Board Members. The Board of Directors, which comprises 14 Directors (including 2 Outside Directors), in principle meets once per month and is attended by Directors and Audit and Supervisory Board Members. It reports on progress in the execution of duties and makes decisions on important matters.

The Managing Committee, comprising Full-Time Directors and Corporate Officers, is a body to aid the Board of Directors. The committee meets in principle 3 times per month and reports on progress in the execution of duties and follows up on it.

3) Risk management system

The Company has Risk Management Regulations in order to be prepared for a quick and accurate response in the event of a risk that has a serious impact on business operations. Risk factors

involving laws and regulations, the start of overseas operations, product quality, information security, natural disasters and other items are examined by every business unit and there are measures to maintain and improve risk management system.

4) System for management of Group companies

The Company holds briefing sessions such as “Group Company Business Report Conference” aimed at providing guidance and training for Group companies with the aim of ensuring that the operations of its Group companies run more smoothly and that their management functions are properly regulated. For important matters, there are preliminary discussions by respective Group companies and the Company’s relevant departments based on Affiliates Management Regulations. Next, the subject is submitted to the Company’s Managing Committee and Board of Directors for approval. The Company’s Internal Audit Department performs periodic audits concerning the status of development and operation of internal control systems at Group companies. These audits are used to identify problems early so that actions can be taken to prevent losses. They also result in suggestions and guidance for improvements.

5) System concerning Audit and Supervisory Board Members

In addition to attending Board of Directors meetings, Audit and Supervisory Board Members also make best use of the specialized knowledge and experience that they have accumulated in their individual working environments, and as such they audit the Directors’ execution of their duties as well as the validity and appropriateness of the Company’s decision-making. Moreover, in addition to the site visits that the Audit and Supervisory Board Members personally undertake and interviews with the Administration Department, and along with their participation in audits undertaken by Independent Auditors and the Internal Audit Department, they cooperate with Directors (including Outside Directors) and related parties, etc. by means of the appropriate exchange of information, and so strive to enhance the viability of audits.

8. Basic policy concerning corporate control

1) Explanation of basic policy

The Company believes that individuals who control decisions about financial and business policies must be capable of fully understanding the Company's finances and business operations as well as the sources of the Company's corporate value and achieving consistent and sustainable growth in corporate value and eventually the common interests of shareholders.

The Company's shares are traded on financial markets. The Company respects the freedom of investors to buy and sell its stock on these markets. Therefore, the Company does not necessarily reject all attempts by one or more parties to purchase a large volume of the Company stock as long as these purchases are aimed at protecting and contributing to the growth of the Group's corporate value and the common interests of shareholders. Furthermore, the Company believes that shareholders should make the final decision about whether or not to accept a proposal for a large purchase of the Company stock.

However, there may be proposal for purchasing a large volume of stock that poses the danger of damaging the Group's corporate value and the common interests of shareholders. For example, a proposal may create the risk of being unable to maintain sound relationships with the Group's stakeholders. Other proposals may not sufficiently reflect the value of the Group or may not supply enough information to allow shareholders to make a final decision.

In the event of these types of proposals, the Company believes that the Board of Directors, to fulfill its responsibilities to shareholders, must secure enough time and information for shareholders, hold discussions with the party planning to purchase a large volume of stock and take other actions as needed.

2) Initiative to enhance corporate value

Under its corporate message, "Lighting for Your Safety," the KOITO Group, as an automotive lighting and electrical equipment manufacturer, is committed to create new value sought by customers. Moreover, we will continue to contribute to the development of the automotive industry and of the society through providing safe, reliable, and trustworthy products and services.

Strategies for taking KOITO forward are as follows:

- i. To address the automobile industry's expansion of globally optimal production systems, the Group will work to enhance its system to respond to the five major regions of the world (Japan, America, Europe, China and Asia). To this end, the Group will further reinforce the product development, manufacturing and sales functions of its overseas bases, among other measures.

- ii. The KOITO Group will respond to the future changes in the mobility, such as connectivity, autonomous driving, sharing, and electric vehicles. The Group will also develop cutting-edge technologies that stay ahead of customer and market needs, and commercialize products at the earliest opportunity. Moreover, we will bring attractive products to market in a timely manner.
- iii. The KOITO Group aims to pursue the highest quality and safety standards, while advancing the protection of the environment and strengthening compliance.
- iv. The KOITO Group plans to further reinforce its profit structure and operations by securing and effectively allocating resources.

The Group believes that implementing these measures on a continuous basis will contribute to the effective utilization of the Group's resources, maintaining and further improving good relationships with all stakeholders, and achieving growth of the Group's corporate value as well as the common interests of shareholders. These initiatives were formulated for the purpose of achieving consistent and sustainable growth in the Group's corporate value. As a result, the Board of Directors believes that these initiatives are consistent with the basic policy in item 1) of this section and that these initiatives are not detrimental to the common interests of shareholders and do not have the goal of protecting the positions of the Company's executives.

Monetary figures and numbers of shares in this business report are rounded down to the units shown.
All ratios are rounded off to the units shown. (Except for the part of the references)

FINANCIAL STATEMENTS, ETC.
Consolidated Balance Sheet

(¥ millions)

	Fiscal 2021 As of March 31, 2021	Fiscal 2022 As of March 31, 2022
Assets		
Current assets:		
Cash and time deposits	303,887	323,943
Trade notes and accounts receivable	115,950	—
Trade notes	—	3,797
Electronically recorded monetary claims-operating	12,957	9,888
Accounts receivable	—	113,437
Contract Assets	—	918
Inventories	73,751	90,760
Other current assets	32,239	36,723
Allowance for doubtful accounts	(370)	(382)
Total current assets	538,416	579,086
Non-current assets:		
Property, plant and equipment:		
Buildings and structures (net)	53,493	55,831
Machinery and transportation equipment (net)	69,993	75,334
Fixtures, equipment and tools (net)	14,391	17,453
Land	15,561	16,181
Construction in progress	17,457	17,054
Other property, plant and equipment	718	752
Total property, plant and equipment	171,615	182,608
Intangible fixed assets	3,125	3,103
Investments and other assets:		
Investment securities	56,570	73,856
Claims provable in bankruptcy, claims provable in rehabilitation and other	18	16
Deferred income tax assets	7,755	10,863
Net defined assets for retirement benefits	2,556	2,804
Other investments	2,244	3,034
Allowance for doubtful accounts	(139)	(136)
Total investments and other assets	69,005	90,438
Total non-current assets	243,747	276,150
Total assets	782,163	855,237

Note: Yen in millions, rounded down

(¥ millions)

	Fiscal 2021 As of March 31, 2021	Fiscal 2022 As of March 31, 2022
Liabilities		
Current liabilities:		
Trade notes and accounts payable	95,989	102,641
Electronically recorded monetary obligations-operating	7,867	5,050
Short-term loans	20,715	24,531
Accrued expenses	23,366	23,781
Income taxes payable	5,267	7,319
Contract liabilities	—	1,872
Allowance for employees' bonuses	5,420	5,527
Reserve for product warranties	2,622	3,108
Other current liabilities	10,679	7,573
Total current liabilities	171,928	181,404
Non-current liabilities:		
Long-term debt	230	490
Deferred income tax liabilities	7,938	15,473
Allowance for directors' and corporate auditors' retirement benefits	275	298
Reserve for product warranties	5,641	5,151
Allowance for environmental strategies	17	10
Net defined liability for retirement benefits	24,701	23,097
Other non-current liabilities	1,991	1,995
Total non-current liabilities	40,796	46,517
Total liabilities	212,724	227,922
Net assets		
Shareholders' equity:		
Common stock	14,270	14,270
Additional paid-in capital	13,380	13,399
Retained earnings	480,214	509,958
Treasury common stock, at cost	(52)	(49)
Total shareholders' equity	507,813	537,578
Accumulated other comprehensive income:		
Valuation adjustment on marketable securities	23,690	23,560
Translation adjustments	4,291	27,924
Adjustments in defined benefit plans	1,810	1,895
Total accumulated other comprehensive income	29,792	53,379
Subscription rights to shares	222	199
Non-controlling interests	31,610	36,157
Total net assets	569,438	627,315
Total liabilities and net assets	782,163	855,237

Note: Yen in millions, rounded down

Consolidated Statement of Income

(¥ millions)

	Fiscal 2021 April 1, 2020 to March 31, 2021	Fiscal 2022 April 1, 2021 to March 31, 2022
Net sales	706,376	760,719
Cost of sales	609,132	664,669
Gross profit	97,244	96,050
Selling, general and administrative expenses	40,537	42,615
Operating income	56,707	53,434
Non-operating income:		
Interest income	1,190	1,329
Dividends	1,050	1,271
Foreign exchange gains	10	1,793
Gain on operation of Investment Business Association	—	1,092
Royalty income, other	475	553
Subsidies for employment adjustment	676	350
Other non-operating income	2,697	2,766
Total non-operating income	6,100	9,157
Non-operating expenses:		
Interest expenses	581	781
Shares of loss of entities accounted for using equity method	595	656
Other non-operating expenses	524	539
Total non-operating expenses	1,700	1,978
Recurring profit	61,107	60,613
Extraordinary gains:		
Gain on sales of property and equipment	41	49
Gain on sales of investment securities	220	1,067
Gain on sales of shares in subsidiaries	2	—
Total extraordinary gains	265	1,117
Extraordinary losses:		
Loss on sales and disposal of property and equipment	567	479
Loss on sales of investment securities	2	0
Loss on valuation of investment securities	—	10
Loss related to the Act on Prohibition to Private Monopolization and Maintenance of Fair Trade	41	68
Impairment loss	1,331	—
Total extraordinary losses	1,943	558
Income before income taxes	59,429	61,172
Income tax, inhabitant tax and business tax	15,430	16,511
Refund of income taxes	(994)	—
Income tax adjustment	4,532	2,676
Total income taxes	18,969	19,188
Profit	40,460	41,984
(Breakdown)		
Profit attributable to owners of parent	37,612	38,340
Profit attributable to non-controlling interests	2,848	3,644

Note: Yen in millions, rounded down

Consolidated Statement of Changes in Shareholders' Equity
Fiscal 2022 (April 1, 2021 to March 31, 2022)

(¥ millions)

	Shareholders' equity				
	Common stock	Additional paid-in capital	Retained earnings	Treasury common stock, at cost	Total shareholders' equity
Balance at beginning of year	14,270	13,380	480,214	(52)	507,813
Cumulative effects of changes in accounting policies	—	—	83	—	83
Restated balance	14,270	13,380	480,297	(52)	507,897
Changes during fiscal year					
Dividends from retained earnings	—	—	(8,679)	—	(8,679)
Profit attributable to owners of parent	—	—	38,340	—	38,340
Purchases of treasury stock	—	—	—	(1)	(1)
Disposal of treasury stock	—	18	—	4	23
Changes in items other than shareholders' equity during fiscal year (net)	—	—	—	—	—
Total changes during fiscal year	—	18	29,660	3	29,681
Balance at fiscal year-end	14,270	13,399	509,958	(49)	537,578

	Accumulated other comprehensive income				Subscription rights to shares	Non-controlling interests	Total net assets
	Valuation adjustment on marketable	Translation adjustments	Adjustments of defined benefit plans	Total accumulated other comprehensive income			
Balance at beginning of year	23,690	4,291	1,810	29,792	222	31,610	569,438
Cumulative effects of changes in accounting policies	—	—	—	—	—	—	83
Restated balance	23,690	4,291	1,810	29,792	222	31,610	569,522
Changes during fiscal year							
Dividends from retained earnings	—	—	—	—	—	—	(8,679)
Profit attributable to owners of parent	—	—	—	—	—	—	38,340
Purchases of treasury stock	—	—	—	—	—	—	(1)
Disposal of treasury stock	—	—	—	—	—	—	23
Changes in items other than shareholders' equity during fiscal year (net)	(129)	23,632	84	23,587	(23)	4,546	28,110
Total changes during fiscal year	(129)	23,632	84	23,587	(23)	4,546	57,792
Balance at fiscal year-end	23,560	27,924	1,895	53,379	199	36,157	627,315

Note: Yen in millions, rounded down

Notes to consolidated financial statements

1. Basis of preparation for consolidated financial statements

(1) Scope of consolidation

i. Consolidated subsidiaries

Number of consolidated subsidiaries: 27

Names of primary consolidated subsidiaries:

KOITO KYUSHU LIMITED and others 13 domestic subsidiaries

North American Lighting, Inc. and others 14 overseas subsidiaries

ii. Non-consolidated subsidiaries

Names of primary non-consolidated subsidiaries: New Fuji. Co., Ltd.

Reason for exclusion from the scope of consolidation:

Non-consolidated subsidiaries are excluded from the scope of consolidation because the exclusion has a minimal impact on total assets, net sales, profit (loss), retained earnings, and others, and they have no importance as a whole.

(2) Application of the equity method

i. Equity-method affiliates

Number of affiliates to which the equity method was applied: 2 companies

Company name: Takeda Suntech Co., Ltd., Brightway Vision Ltd.

ii. Non-consolidated subsidiaries to which the equity method was not applied

Names of primary non-consolidated subsidiaries: New Fuji. Co., Ltd.

Reason for not applying the equity method:

Non-consolidated subsidiaries are excluded from application of the equity method because the exclusion has a minimal impact on profit (loss), retained earnings, and others, and they have no importance as a whole.

(3) Matters related to the business year of consolidated subsidiaries

The fiscal year of KOITO ELECTRIC INDUSTRIES, LTD., KOITO KYUSHU LIMITED, Koito Transport Co., Ltd., Minatsu, Ltd., Okayama Industry Co. Ltd., and INDIA JAPAN LIGHTING PRIVATE LIMITED ends on March 31.

For other consolidated subsidiaries (21 companies including Aoitec Co., Ltd.), the Company made consolidated financial statements based on provisional statements of accounts as of March 31.

(4) Accounting policy

i. Valuation basis and methods for significant assets

- a. Securities being held for trading: Market value method (Sales cost of securities is principally determined by the moving-average method)
- b. Bonds being held to maturity: Cost amortization method (straight-line method)

- c. Other securities:
 - Securities other than shares without market value, etc.
 - Market value method based on market price as of the closing date (Unrealized gains and losses are reported in net asset section. Sales cost of securities is principally determined by the moving-average method.)
 - Moving-average method for shares without market value, etc.
 - Cost method based on the moving-average method
 - For investments in investment limited partnerships, an amount corresponding to the equity in the partnership assets is recognized as “investment securities,” and an amount corresponding to the share of profit or loss of the investment limited partnership is recognized as profit or loss.
 - d. Derivatives: Market value method
 - e. Money trusts for investments: Market value method
 - f. Inventories:
 - The Company and its consolidated subsidiaries in Japan state inventories principally at cost as determined by the weighted average method (book values of inventories are lowered in accordance with declines in profitability). Foreign consolidated subsidiaries state inventories at the lower of cost or market as determined by the moving-average method.
- ii. Depreciation and amortization method for principal assets
 - a. Property, plant and equipment (excluding leased assets):
 - The Company and its consolidated subsidiaries in Japan compute depreciation with the declining-balance method and foreign consolidated subsidiaries use the straight-line method.
 - However, consolidated subsidiaries in Japan use the straight-line method for buildings (excluding attached facilities) that were acquired on or after April 1, 1998, and facilities attached to buildings and structures that were acquired on or after April 1, 2016.
 - b. Intangible fixed assets (excluding leased assets):
 - The Company and its consolidated subsidiaries in Japan compute depreciation with the straight-line method and foreign consolidated subsidiaries use the straight-line method in accordance with the accounting standards of the countries where they are located.
 - c. Leased assets: Leased assets under finance lease transactions that do not transfer ownership
 - Leased assets are depreciated with the straight-line method with the lease term regarded as the useful life and a residual value of zero.
 - iii. Significant allowances
 - a. Allowance for doubtful accounts:
 - The allowance for doubtful accounts for the Company and its consolidated subsidiaries in Japan is calculated by using the actual loss ratio for ordinary receivables and recording an estimate of the amount that cannot be recovered for specific doubtful receivables after

determining the likelihood of collection. Foreign consolidated subsidiaries primarily record estimated amounts that cannot be recovered for specific receivables.

b. Allowance for employees' bonuses:

The allowance for employees' bonuses for the Company and some of its consolidated subsidiaries in Japan is the estimated amount of bonuses to be paid to employees based on their services provided during the fiscal year.

c. Reserve for product warranties:

Reserve for product warranty for the Company and some of its consolidated subsidiaries is the estimated amount of expenses associated with product warranties in accordance with the designated standards.

d. Provision for loss related to the Act on Prohibition to Private Monopolization and Maintenance of Fair Trade:

To prepare for the payment of loss related to the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade, the amount deemed as necessary is recognized by estimating a loss that may be borne in the future.

e. Allowance for directors' and corporate auditors' retirement benefits:

Some consolidated subsidiaries in Japan recorded the amount of required payments at the end of the fiscal year in accordance with the benefit rules, to cover the payment of executive retirement bonuses paid at the time of retirement.

f. Allowance for environmental strategies:

The allowance for environmental strategies is the estimated amount of expenses for environmental measures at the Company and its consolidated subsidiaries in Japan.

iv. Recognition of significant revenues and expenses

The following is a summary of the principal performance obligations of the Company and its consolidated subsidiaries' principal businesses relating to revenue from contracts with customers and the usual time at which such performance obligations are satisfied (the usual time at which revenue is recognized).

-Automotive lighting equipment segment

This segment's main business is manufacturing and marketing of automotive lighting equipment. For the sale of such products, revenue is recognized when the products are delivered to the customer or inspected by the customer.

Revenue is measured at the consideration promised in the contract with the customer, less returns, discounts and rebates.

The consideration for transactions is received within one year of satisfaction of the performance obligation and does not include significant financial elements.

- v. Standard for conversions into yen of major assets and liabilities denominated in foreign currencies

Foreign currency-denominated assets and liabilities are converted into yen using the exchange rate at the end of the fiscal year and any differences are recorded as gains or losses.

At foreign consolidated subsidiaries, assets and liabilities are converted into yen using the exchange rate at the end of the fiscal year and income and expenses are converted into yen using the average fiscal year exchange rate. Differences are included in translation adjustments and non-controlling interests, which are part of net assets.

- vi. Principal methods of hedge accounting

- a. Methods of hedge accounting:

The Company recognized profits or losses or appraisal differences associated with hedged items at the time of hedge and allocated them to the fiscal year under review.

- b. Hedging instruments and hedged items:

Items to be hedged are exchange rate fluctuation risks in transactions denominated in foreign currencies and interest rate fluctuation risks in loans payable at fixed or floating interest rates. The Company adopts foreign exchange contracts to hedge exchange rate fluctuation risks and interest rate swap agreements to hedge interest rate fluctuation risks.

- c. Hedging policy:

The Company in principle refrains from using hedges for the purpose of speculative transactions. Hedging transactions used by the Company are foreign exchange contracts and interest rate swap agreements to hedge exposures to previously settled transactions.

- d. Hedge effectiveness evaluation methods:

In individual hedging transactions, the Company judges the hedging efficiency by directly weighing changes in market prices or cash flows of the hedged items and hedging instruments, based on internal regulations about management policy at and after the start of hedges.

- vii. Amortization method and amortization period for goodwill:

Goodwill is amortized over five years on a straight-line basis.

However, if the goodwill amount is minimal, it is treated as profit or loss in the year of occurrence.

- viii. Other basis of preparation for consolidated financial statements

- a. Accounting method associated with retirement benefits:

To prepare for net defined assets and liability for payments of retirement benefits to employees, provision has been made based on an estimate of the projected retirement benefit liability at the end of the fiscal year under review minus the fair value of the pension fund assets.

The method for attributing projected benefits to each fiscal year is based on the benefit formula. Actuarial gains and losses are amortized by the straight-line method over a certain period (mainly five years), which is within the average remaining service period of employees at the time of recognition, starting from the fiscal year following the respective fiscal year of recognition. In calculating retirement benefits, part of consolidated

subsidiaries uses the simplified method of assuming their benefit obligations to be equal to the benefits payable that would be required if all employees retired at fiscal year-end.

b. Treatment of consumption tax

Financial statements are prepared exclusive of consumption tax and local consumption tax.

2. Changes in accounting policies

(Application of Accounting Standard for Revenue Recognition)

The Company has applied the “Accounting Standard for Revenue Recognition” (ASBJ Statement No. 29, March 31, 2020, Accounting Standards Board of Japan”), etc. from the beginning of the fiscal 2022.

As a result, for some transactions of subsidiaries, revenue will be recognized for a certain period of time for performance obligations that are satisfied over a certain period of time.

The Company has applied the Accounting Standard for Revenue Recognition transitionally, in accordance with the provision in Article 84 of the standard. The cumulative effect amount, applying with the new accounting policy retrospectively prior to the beginning of the fiscal 2022 was adjusted to retained earnings at the beginning of the fiscal 2022 and the Company has applied the new policy to the balance at the beginning of the fiscal 2022. In addition, there is not any significant impact on the consolidated financial statements by application of the Revenue Recognition Accounting Standard, etc.

“Trade notes and accounts receivable” under “Current assets” is included in and presented as part of “Trade notes,” “Accounts receivable” and “Contract assets” from the fiscal 2022, and “Other current liabilities” that had been presented under “Current liabilities” is included in and presented as part of “Contract liabilities” and “Other current liabilities” from the fiscal 2022.

(Application of Accounting Standard, etc. for Fair Value Measurement)

The Company has applied the “Accounting Standard for Fair Value Measurement” (ASBJ Statement No. 30, July 4, 2019, Accounting Standards Board of Japan) from the beginning of the fiscal 2022.

The Company has prospectively applied new accounting policies based on the Accounting Standard for Fair Value Measurement, in accordance with the transitional measurement in Article 19 of Accounting Standard for Fair Value Measurement and Article 44-2 of “Accounting Standard for Financial Instruments” (ASBJ Statement No.10, July 4, 2019). There is no impact on consolidated financial statements for the fiscal 2022 by this application.

3. Notes concerning accounting estimates

The items recorded in the Consolidated Financial Statements for the fiscal 2022 whose amounts are based on accounting estimates and that may have a significant impact on the Consolidated Financial Statements for the next fiscal year are expenses for a product recall and other market treatment (¥2,915 million) related to specific vehicle models included in accrued expenses. In assessing these liabilities, the Company records such expenses based on assumptions about likelihood of occurrence, cost burden ratio, and other factors, and actual incurrence may differ from the estimates.

4. Notes to consolidated balance sheet

Accumulated depreciation of property, plant and equipment: ¥412,261 million

5. Notes to consolidated statement of changes in equity

(1) Total number of shares issued

Type of shares	Number of shares at the beginning of the fiscal 2022	Increase	Decrease	(thousand shares)
				Number of shares at the end of the fiscal 2022
Common shares	160,789	–	–	160,789

(2) Type and number of treasury stock

Type of shares	Number of shares at the beginning of the fiscal 2022	Increase	Decrease	(thousand shares)
				Number of shares at the end of the fiscal 2022
Common shares	53	0	5	48

Notes:

1. The increase in the number of treasury stock is due to the Company's purchase of fractional shares less than one unit.
2. The decrease in the number of treasury stock is due to the exercise of stock options.

(3) Dividends of surplus

i. Cash dividends

- a. Matters concerning dividends based on resolutions at the 121st General Meeting of Shareholders (June 29, 2021)

Type of shares	Common shares
Aggregate dividends	¥4,822 million
Dividend per share	¥30
Record date	March 31, 2021
Effective date	June 30, 2021

- b. Matters concerning dividends based on resolutions at the Board of Directors Meeting (October 28, 2021)

Type of shares	Common shares
Aggregate dividends	¥3,857 million
Dividend per share	¥24
Record date	September 30, 2021
Effective date	December 6, 2021

- ii. Of the dividends whose record date falls within the fiscal 2022, the following is a dividend whose effective date will fall within the fiscal 2023

The Company plans to present a proposal on that dividend as follows for resolution at the 122nd General Meeting of Shareholders to be held on June 29, 2022.

Type of shares	Common shares
Aggregate dividends	¥4,822 million
Funds for the dividend	Retained earnings

Dividend per share	¥30
Record date	March 31, 2022
Effective date	June 30, 2022

- (4) Type and number of shares subject to subscription rights to shares in the fiscal year under review (excluding subscription rights to shares for which the first day of the exercise period has not yet arrived)

Common shares	43,000 shares
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6. Notes to financial instruments

(1) Financial instruments

The KOITO Group places emphasis on safe investments of funds, prioritizing the preservation of principal. The Group has a policy of raising necessary funds by internal funds and bank loans. Trade receivables—trade notes, electronically recorded monetary claims-operating, and accounts receivable—are exposed to credit risks in relation to customers. The Group lowers those risks by performing maturity date management and balance management for each business partner.

Investment securities face risks of market price fluctuations, but they are mainly shares related to companies in business alliances and debt securities purchased with surplus funds, and the Group regularly monitors market prices of those securities.

Trade payables—trade notes and accounts payable, electronically recorded monetary obligations-operating, accrued expenses, and income taxes payable—have payment terms within one year.

Among loans payable, short-term loans primarily represent fund raising related to operating transactions, and long-term debt mainly concern fund raising related to capital expenditure. Trade payables and loans payable are exposed to liquidity risks. The Group manages those risks by making cash management plans. The Group utilizes derivative transactions for the purpose of reducing risks of foreign exchange and interest rate fluctuations and refrains from speculative transactions.

(2) Market value of financial instruments

The following table shows amounts recognized on the consolidated balance sheet, market values, and the differences between them on March 31, 2022.

	Balance sheet amount (*2)	Fair value (*2)	(million yen) Difference
(1) Notes receivable	3,797	3,797	–
(2) Electronically recorded monetary claims-operating	9,888	9,888	–
(3) Accounts receivable–trade	113,437	113,437	–
(4) Investment securities	66,735	66,677	(57)
Allowance for doubtful accounts	9,800	9,742	(57)
Marketable securities	56,935	56,935	–
(5) Claims provable in bankruptcy, claims provable in rehabilitation and other	16		
Allowance for doubtful accounts (*3)	(16)		
	–	–	–
(6) Long-term debt (*4)	[605]	[605]	–

(*1) Notes for “Cash” are omitted. Also, notes for “Time deposits,” “Trade notes and accounts payable,” “Electronically recorded monetary obligations-operating,” “Short-term loans,” “Accrued expenses,” and “Income taxes payable,” are omitted as they are settled in short terms and therefore their fair values are roughly equal to their book values.

(*2) Liabilities are shown in square brackets.

(*3) Allowance for doubtful accounts on claims provable in bankruptcy, claims provable in rehabilitation and other has been deducted.

(*4) Current portion of long-term debts, an item included in short-term loans in the consolidated balance sheet, is included in long-term debt here.

Notes:

Explanation of valuation techniques and inputs used to determine fair value

The fair values of financial instruments are classified into the following three levels according to the observability and importance of inputs used to determine fair value.

Level 1 Fair Value: Fair value calculated using quoted prices (unadjusted) for identical assets or liabilities in active markets.

Level 2 Fair Value: Fair value calculated using observable inputs other than Level 1 inputs to the calculation of fair value, either directly or indirectly.

Level 3 Fair Value: Fair value calculated using significant unobservable inputs related to the calculation of fair value

When multiple inputs that have a significant impact on the calculation of fair value are used, fair value is classified to the level with the lowest priority in the calculation of fair value among the levels to which each of those inputs belongs.

Investment securities

Listed stocks are valued using quoted market prices. Because listed stocks are traded in active markets, their fair value is classified as Level 1 fair value. Debt securities are valued using quoted market prices provided by financial institutions and are classified as Level 2 or Level 3 fair value. Unlisted shares with

no market value (consolidated balance sheet amount: ¥3,787 million) and investments in investment partnerships (¥3,333 million) are not included.

Trade notes, Electronically recorded monetary claims-operating and Accounts receivable

Their fair value is measured for each claim, which is classified according to certain periods, using the discounted present value method based on an interest rate factoring in the amount of claim, the time to maturity and the credit risk, and are classified as Level 2.

Long-term debt

The fair value of long-term debt is calculated by discounting the total of principal and interest at an interest rate that would be charged for similar new loans, and classified into Level 2 of fair value.

(1) Financial instruments recorded on the Consolidated Balance Sheets at fair value

Fiscal 2022 (As of March 31, 2022)

Segments	Fair value			
	Level 1	Level 2	Level 3	Total
Securities and investment securities				
Other securities				
Shares	54,034			54,034
Bonds		1,611	736	2,348
Total assets	54,034	1,611	736	56,382

(Note) Fair value of investment trusts is not included above. The consolidated balance sheet amount of Investment trusts is ¥552 million.

(2) Financial instruments other than those recorded on the Consolidated Balance Sheets at fair value
Fiscal 2022 (As of March 31, 2022)

(¥ millions)

Segments	Fair value (Millions of yen)			
	Level 1	Level 2	Level 3	Total
Notes receivable		3,797		3,797
Electronically recorded monetary claims-operating maturity		9,888		9,888
Accounts receivable-trade		113,437		113,437
Securities and investment securities				
Allowance for doubtful accounts				
Bonds payable		9,742		9,742
Total assets	—	136,866	—	136,866
Long-term debt		605		605
Total liabilities	—	605	—	605

7. Notes to revenue recognition

(1) The information on disaggregation of revenue from contracts with customers

Net sales of the Group consist mainly of the revenue recognized from contracts with customers.

The following table shows the disaggregation of net sales of each reporting segment based on type of goods or services.

Fiscal 2022 (April 1, 2021 to March 31, 2022) (¥ millions)

	Japan	North America	China	Asia	Europe	Other regions	Total
Automotive lighting equipment segment	262,031	184,977	109,889	109,701	33,382	9,089	709,071
Others	50,335	551	49	712	—	—	51,648
Sales to outside customers	312,366	185,529	109,938	110,413	33,382	9,089	760,719

(2) Information on basis for understanding revenues

Information on basis for understanding revenues is as described in “1. Basis of preparation for consolidated financial statements (4) Accounting Policy (iv) Recognition of significant revenues and expenses.”

(3) Information for understanding the amount of revenue in the fiscal 2022 and fiscal 2023

i. Balance of contract assets and contract liabilities, etc.

Contract assets are in principle a right of revenue recognized over a certain period for a portion of transactions of subsidiaries. They are the consideration received from the customer before the product delivery. The remaining balance of contract liabilities at the end of fiscal 2021 of ¥3,598 million has been recognized as revenue in almost its full amount in fiscal 2022.

ii. Transaction price allocated to the remaining performance obligations

Information on amounts of revenue from existing contracts expected to be recognized in fiscal 2023 or later has been omitted due to its immateriality. Moreover, practical expedients have been applied for contracts with periods initially expected to be within 1 year, and that information has been omitted.

8. Notes to per share information

(1) Net assets per share	¥3,676.47
(2) Net income per share	¥238.53

9. Notes concerning significant subsequent events

Not applicable.

Non-consolidated Balance Sheets

(¥ millions)

	Fiscal 2021 As of March 31, 2021	Fiscal 2022 As of March 31, 2022
Assets		
Current assets:		
Cash and time deposits	194,086	203,659
Notes receivable	638	480
Electronically recorded monetary claims-operating	10,994	8,027
Accounts receivable-trade	50,333	42,708
Finished products	8,268	7,239
Work in progress	1,061	1,159
Raw materials and supplies	7,338	8,814
Accrued income	6,607	6,427
Other current assets	1,660	830
Less: Allowance for doubtful receivables	(243)	(159)
Total current assets	280,745	279,186
Non-current assets:		
Property, plant and equipment:		
Buildings (net)	11,902	11,783
Structures (net)	829	722
Machinery (net)	5,988	5,067
Transportation equipment (net)	150	177
Fixtures, equipment and tools (net)	3,215	3,483
Land	7,260	7,314
Construction in progress	2,008	2,344
Total property, plant and equipment	31,355	30,892
Intangible fixed assets:		
Telephone subscription rights	37	37
Other intangible fixed assets	1,694	1,693
Total intangible fixed assets	1,731	1,730
Investments and other assets:		
Investment securities	34,898	47,351
Shares of affiliated companies	85,791	91,224
Investments in affiliated companies	26,333	21,118
Long-term loans of affiliated companies	110	122
Claims provable in bankruptcy, claims provable in rehabilitation and other	18	16
Deferred income tax assets	8,425	3,269
Other investments	681	510
Less: Allowance for doubtful accounts	(242)	(251)
Total investments and other assets	156,017	163,360
Total non-current assets	189,104	195,984
Total assets	469,849	475,170

Note: Yen in millions, rounded down

(¥ millions)

	Fiscal 2021 As of March 31, 2021	Fiscal 2022 As of March 31, 2022
Liabilities		
Current liabilities:		
Notes and accounts payable	60,244	53,042
Electronically recorded monetary obligations-operating	3,058	1,286
Accrued amount payable	1,168	2,337
Accrued expenses	7,692	5,544
Income taxes payable	385	3,528
Contract liabilities	—	69
Allowance for employees' bonuses	3,429	3,438
Reserve for product warranties	2,281	2,688
Other current liabilities	1,523	462
Total current liabilities	<u>79,782</u>	<u>72,396</u>
Non-current liabilities:		
Allowance for retirement benefits	15,949	14,302
Allowance for losses on overseas investments	2,687	3,250
Reserve for product warranties	5,302	4,688
Allowance for environmental strategies	17	10
Other non-current liabilities	932	869
Total non-current liabilities	<u>24,888</u>	<u>23,119</u>
Total liabilities	<u>104,671</u>	<u>95,516</u>
Net assets		
Shareholders' equity:		
Common stock	14,270	14,270
Additional paid-in capital		
Capital reserve	17,107	17,107
Other additional paid-in capital	192	211
Total additional paid-in capital	<u>17,300</u>	<u>17,319</u>
Retained earnings		
Profit reserve	3,567	3,567
Other retained earnings		
Reserve for reductions of asset costs	910	894
Other reserve	100,000	100,000
Retained earnings brought forward	205,427	220,018
Total retained earnings	<u>309,906</u>	<u>324,480</u>
Treasury common stock, at cost	(52)	(49)
Total shareholders' equity	<u>341,425</u>	<u>356,020</u>
Revaluations and translation adjustments:		
Valuation adjustment on marketable securities	23,530	23,434
Total revaluations and translation adjustments	<u>23,530</u>	<u>23,434</u>
Subscription rights to shares	222	199
Total net assets	<u>365,178</u>	<u>379,654</u>
Total liabilities and net assets	<u>469,849</u>	<u>475,170</u>

Note: Yen in millions, rounded down

Non-consolidated Statement of Income

(¥ millions)

	Fiscal 2021 April 1, 2020 to March 31, 2021	Fiscal 2022 April 1, 2021 to March 31, 2022
Net sales	312,201	294,463
Cost of sales	269,398	255,217
Gross profit	42,802	39,246
Total selling, general and administrative expenses	21,663	21,485
Operating income	21,138	17,760
Non-operating income:		
Interest income	87	110
Interest on securities	36	44
Dividend income	10,988	11,587
Royalty income, other	5,859	7,009
Rent income	351	350
Foreign exchange gains	176	990
Miscellaneous income	665	1,527
Total non-operating income	18,164	21,620
Non-operating expenses:		
Reserve for allowance for overseas investment loss	671	563
Miscellaneous expenses	447	402
Total non-operating expenses	1,118	965
Recurring profit	38,185	38,416
Extraordinary gains:		
Gain on sale of fixed assets	4	8
Gain on sale of investment securities	220	1,067
Gain on sales of shares in subsidiaries	783	—
Total extraordinary gains	1,008	1,075
Extraordinary losses:		
Loss on sale and disposal of fixed assets	361	377
Loss on sales of investment securities	2	0
Loss on valuation of investment securities	—	10
Loss on extinguishment of tie-in shares	68	—
Loss on valuation of investment in affiliated companies	—	5,215
Loss related to the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade	41	68
Total extraordinary losses	473	5,671
Income before income taxes	38,719	33,820
Income taxes	4,503	6,646
Income tax adjustment	(3,832)	3,920
Total income taxes	671	10,566
Net income	38,048	23,253

Note: Yen in millions, rounded down

Non-Consolidated Statement of Changes in Shareholders' Equity

Fiscal 2022 (April 1, 2021 to March 31, 2022)

(¥ millions)

	Shareholders' equity								
	Common stock	Additional paid-in capital				Retained earnings			
		Legal capital surplus	Other additional paid-in capital	Total additional paid-in capital	Retained earnings	Other retained earnings			Total retained earnings
						Reserve for reduction of asset costs	General reserve	Retained earnings brought forward	
Balance at beginning of year	14,270	17,107	192	17,300	3,567	910	100,000	205,427	309,906
Changes during fiscal year									
Reversal of reserve for reduction of asset costs	-	-	-	-	-	(16)	-	16	-
Dividends from retained earnings	-	-	-	-	-	-	-	(8,679)	(8,679)
Profit	-	-	-	-	-	-	-	23,253	23,253
Purchases of treasury stock	-	-	-	-	-	-	-	-	-
Disposal of treasury stock	-	-	18	18	-	-	-	-	-
Changes in items other than shareholders' equity during fiscal year (net)	-	-	-	-	-	-	-	-	-
Total changes during fiscal year	-	-	18	18	-	(16)	-	14,590	14,573
Balance at fiscal year-end	14,270	17,107	211	17,319	3,567	894	100,000	220,018	324,480

	Shareholders' equity		Valuation and translation adjustments		Subscription rights to share	Total net assets
	Treasury stock	Total shareholders' equity	Valuation adjustment on investment securities	Total valuation and Translation adjustments		
Balance at beginning of year	(52)	341,425	23,530	23,530	222	365,178
Changes during fiscal year						
Reversal of reserve for reduction of asset costs	-	-	-	-	-	-
Dividends from retained earnings	-	(8,679)	-	-	-	(8,679)
Profit	-	23,253	-	-	-	23,253
Purchases of treasury stock	(1)	(1)	-	-	-	(1)
Disposal of treasury stock	4	23	-	-	-	23
Changes in items other than shareholders' equity during fiscal year (net)	-	-	(95)	(95)	(23)	(118)
Total changes during fiscal year	3	14,594	(95)	(95)	(23)	14,476
Balance at fiscal year-end	(49)	356,020	23,434	23,434	199	379,654

Note: Yen in millions, rounded down

Notes to financial statements

1. Significant accounting policies

(1) Valuation basis and methods for securities

- i. Shares of subsidiaries and affiliates: Cost method based on the moving-average method
- ii. Bonds being held to maturity: Cost amortization method (straight-line method)
- iii. Other securities:

Securities other than shares without market value, etc.

Market value method based on market price as of the closing date (Unrealized gains and losses are reported in net asset section. Sales cost of securities is determined by the moving-average method)

Shares without market value, etc.

Cost method based on the moving-average method

For investments in investment limited partnerships, an amount corresponding to the equity in the partnership assets is recognized as “investment securities,” and an amount corresponding to the share of profit or loss of the investment limited partnership is recognized as profit or loss.

(2) Valuation basis and methods for derivatives and others

- i. Derivatives: Market value method
- ii. Money trusts for investments: Market value method

(3) Valuation basis and methods for inventories

The Company states inventories principally at cost as determined by the weighted average method (book values of inventories are lowered in accordance with declines in profitability).

(4) Depreciation and amortization method for non-current assets

- i. Property, plant and equipment: Declining-balance method

The useful lives of property, plant and equipment are as follows.

Buildings and structures: 7-50 years

Machinery and equipment and vehicles: 3-7 years

Fixtures, equipment and tools: 2-20 years

- ii. Intangible fixed assets

Software: For amortization of software, the straight-line method based on the estimated internal use period (five years) is used.

Other intangible assets: Straight-line method

(5) Standard for conversions into yen of assets and liabilities denominated in foreign currencies

Foreign currency-denominated assets and liabilities are converted into yen using the exchange rate at the end of the fiscal year and any differences are recorded as gains or losses.

(6) Allowances

- i. Less: Allowance for doubtful receivables

The allowance for doubtful receivables for the Company is calculated by using the actual loss ratio for ordinary receivables and recording an estimate of the amount that cannot be recovered for specific doubtful receivables after determining the likelihood of collection.

ii. Allowance for employees' bonuses

The allowance for employees' bonuses for the Company is the estimated amount of bonuses to be paid to employees based on estimated bonus payments this fiscal year.

iii. Reserve for product warranties

Reserve for product warranties is the estimated amount of expenses associated with product warranties in accordance with the designated standards.

iv. Provision for loss related to the Act on Prohibition to Private Monopolization and Maintenance of Fair Trade

To prepare for the payment of loss related to the Act on Prohibition of Private Monopolization and Maintenance of Fair Trade, the amount deemed as necessary is recognized by estimating a loss that may be borne in the future.

v. Allowance for retirement benefits

To prepare for payments of retirement benefits to employees, allowance has been made based on an estimate of the projected retirement benefit liability at the end of the fiscal year under review and the estimated value of the pension fund assets.

When calculating retirement benefit obligation, the benefit formula basis is used to allocate estimated retirement benefits to the period up to this fiscal year-end. Actuarial gains and losses are amortized by the straight-line method over a certain period (five years), which is within the average remaining service period of employees at the time of recognition, starting from the fiscal year following the respective fiscal year of recognition.

vi. Allowance for losses on overseas investments

To prepare for losses associated with overseas investments, the Company reported an estimated loss amount based on its criteria, considering financial positions of overseas affiliates.

vii. Allowance for environmental strategies

The allowance for environmental strategies is the estimated amount of expenses for environmental measures at the Company.

(7) Recognition of significant revenues and expenses

The following is the summary of the principal performance obligations of the Company's principal businesses relating to revenue from contracts with customers and the usual time at which such performance obligations are satisfied (the usual time at which revenue is recognized).

-Automotive lighting equipment segment

This segment's main business is manufacturing and marketing of automotive lighting equipment. For the sale of such products, revenue is recognized when the products are delivered to the customer.

Revenue is measured at the consideration promised in the contract with the customer, less returns, discounts and rebates.

The consideration for transactions is received within one year of satisfaction of the performance obligation and does not include significant financial elements.

(8) Method of hedge accounting

The Company recognized profits or losses or appraisal differences associated with hedged items at the time of hedge and allocated them according to the period.

(9) Other basis of preparation for financial statements

i. Accounting standard for retirement benefits

The accounting method for unrecognized items regarding retirement benefits is different from that in the consolidated financial statements.

ii. Treatment of consumption tax

Financial statements are prepared exclusive of consumption tax and local consumption tax.

2. Changes in accounting policies

(Application of Accounting Standard for Revenue Recognition)

The Company has applied the “Accounting Standard for Revenue Recognition” (ASBJ Statement No. 29, March 31, 2020, Accounting Standards Board of Japan), etc. from the beginning of the fiscal 2022.

The Company has applied the Accounting Standard for Revenue Recognition transitionally, in accordance with the provision in Article 84 of the standard, and has applied the new policy to the balance at the beginning of the fiscal 2022. In addition, there is no impact on the non-consolidated financial statements by application of the Revenue Recognition Accounting Standard, etc.

“Other,” that had been presented under “current liabilities,” has been included in and presented as part of “contract liabilities” and “other” from fiscal 2022.

(Application of Accounting Standard, etc. for Fair Value Measurement)

The Company has applied the “Accounting Standard for Fair Value Measurement” (ASBJ Statement No. 30, July 4, 2019, Accounting Standards Board of Japan) from the beginning of the fiscal 2022.

The Company has prospectively applied new accounting policies based on the Accounting Standard for Fair Value Measurement, in accordance with the transitional measurement in Article 19 of Accounting Standard for Fair Value Measurement and Article 44-2 of “Accounting Standard for Financial Instruments” (ASBJ Statement No.10, July 4, 2019). There is no impact on non-consolidated financial statements for the fiscal 2022 by this application.

3. Notes concerning accounting estimates

The items recorded in the Financial Statements for the fiscal 2022 whose amounts are based on accounting estimates and that may have a significant impact on the Financial Statements for the fiscal 2023 are expenses for a product recall and other market treatment (¥932 million) related to specific vehicle models included in accrued expenses. In assessing these liabilities, the Company records such expenses based on assumptions about likelihood of occurrence, cost burden ratio, and other factors, and actual incurrence may differ from the estimates.

4. Notes to balance sheet

(1) Accumulated depreciation of property, plant and equipment: ¥120,578 million

(2) Contingent liabilities

-Guarantee liabilities

The Company guarantees following loans obtained by affiliates.

NAL do Brasil Indústria e Comércio de Componentes de Iluminação Ltda.	¥7,749 million
Koito Europe Limited	¥2,413 million
INDIA JAPAN LIGHTING PRIVATE LIMITED	¥1,630 million
Total	¥11,792 million

(3) Following is the total amount of credits and debits to affiliates, respectively.

i. Short-term credits ¥30,471 million

ii. Short-term debits ¥20,283 million

5. Note to statement of income

Transactions with affiliates

i. Net sales ¥174,900 million

ii. Purchase of goods ¥159,656 million

iii. Other business transactions ¥6,786 million

iv. Transactions excluding business transaction ¥17,742 million

6. Note to statement of changes in equity

Type and number of treasury stock

Type of shares	Number of shares at the beginning of the fiscal 2022	Increase	Decrease	(thousand shares)
				Number of shares at the end of the fiscal 2022
Common shares	53	0	5	48

Notes:

1. The increase in the number of treasury stock is due to the Company's purchase of fractional shares less than one unit.

2. The decrease in the number of treasury stock is due to the exercise of stock options.

7. Note to tax effect accounting

Major causes of deferred income tax assets are allowance for retirement benefits and loss on valuation of investment securities, while the primary reason for recording deferred income tax liabilities is valuation adjustment on marketable securities.

8. Notes to transactions with related parties

(1) Parent companies and major corporate shareholders

Relationship	Company name	Location	Capital or investments (¥ millions)	Description of businesses or job	Voting rights holding	Relationship with related parties		Description of transactions	Transaction amount (¥ millions)	Account	Ending balance (¥ millions)
						Interlocking of officers	Business relationships				
Other affiliate	TOYOTA MOTOR CORPORATION	Toyota City, Aichi Prefecture	635,401	Manufacturing and marketing of motor vehicles and automobile parts, marketing of industrial vehicles, manufacturing and marketing of houses, and others	(Owned) Directly held 20%	-	Marketing of automotive lighting equipment	Marketing of automotive lighting equipment	148,042	Electronically recorded monetary claims-operating	4,673
										Accounts receivable-trade	15,094
								Receipt of materials	6,682	Notes and accounts payable	1,332

(2) Subsidiaries

Relationship	Company name	Location	Capital or investments	Description of businesses or job	Voting rights holding	Relationship with related parties		Description of transactions	Transaction amount (¥ millions)	Account	Ending balance (¥ millions)
						Interlocking of officers	Business relationships				
Consolidated subsidiary	KOITO KYUSHU LIMITED	Saga City, Saga Prefecture	¥3,000 million	Manufacturing and marketing of automotive lighting equipment	(Ownership) Directly holding 100%	There are concurrent services of officers	Manufacturing of the Company's products	Purchase of the company's products	57,985	Notes and accounts payable	9,883
								Supply of materials	22,601	Accrued income	982
Consolidated subsidiary	Aoitec Co., Ltd.	Hamamatsu City, Shizuoka Prefecture	¥100 million	Manufacturing and marketing of electronic components, electrical devices, telecommunications equipment and precision machinery	(Ownership) Directly holding 98%	There are concurrent services of officers	Manufacturing of the Company's products	Purchase of the company's products	28,939	Notes and accounts payable	2,577
Consolidated subsidiary	Shizuokadensō Co., Ltd.	Shizuoka City, Shizuoka Prefecture	¥76 million	Manufacturing and marketing of automotive lighting equipment	(Ownership) Directly holding 65%	There are concurrent services of officers	Manufacturing of the Company's products	Purchase of the company's products	31,095	Notes and accounts payable	1,824
								Supply of materials	24,618	Accrued income	848
Consolidated subsidiary	Koito Europe Limited	Droitwich City, Worcestershire U.K.	65,000 thousand Sterling pounds	Manufacturing and marketing of automotive lighting equipment	(Ownership) Directly holding 100%	There are concurrent services of officers	Manufacturing and marketing of the company's products mainly in the U.K. There is a technological support agreement	Debt guarantee	2,413	–	–
Consolidated subsidiary	INDIA JAPAN LIGHTING PRIVATE LIMITED	Tamil Nadu, India	4,099 million Indian rupees	Manufacturing and marketing of automotive lighting equipment	(Ownership) Directly holding 100%	There are concurrent services of officers	Manufacturing and marketing of the company's products mainly in India. There is a technological support agreement	Debt guarantee	1,630	–	–
Consolidated subsidiary	NAL do Brasil Indústria e Comércio de Componentes de Iluminação Ltda.	San Paulo, Brazil	303,000 thousand Brazilian reals	Manufacturing and marketing of automotive lighting equipment	(Ownership) Directly holding 75%	–	Manufacturing and marketing of the company's products mainly in Brazil. There is a technological support agreement	Debt guarantee	7,749	–	–

Notes:

1. Of the amounts above, the “Transaction amount” does not include consumption tax and the “Ending balance” includes consumption tax.
2. The terms and conditions of the above transactions and their decision policy
As in general transactions, the Company takes market prices and total costs into consideration in determining the transactions.
3. The Company provides guarantees for loans from financial institutions and receives guarantee fees decided through consultation.

(3) Officers and major individual shareholders

Relationship	Name	Capital or investments (¥ millions)	Description of businesses or job	Voting rights holding	Relationship with related parties	Description of transactions	Transaction amount (¥ millions)	Account	Ending balance (¥ millions)
Officer	Koichi Sakakibara	–	Audit and Supervisory Board Member of the Company	(Owned) Directly holding 0%	–	Exercise of stock options	13	–	–

(Note) The table shows the exercise of stock options granted in accordance with the resolution of the Board of Directors meeting held on June 26, 2015.

9. Notes to revenue recognition

Notes are omitted as the same information is presented in the Notes to Consolidated Financial Statements (Notes to Revenue Recognition) regarding information on the basis for understanding revenue.

10. Notes to per share information

- (1) Net assets per share ¥2,360.67
- (2) Net income per share ¥144.66

11. Notes concerning significant subsequent events

Not applicable.

Independent Auditor's Report

May 19, 2022

The Board of Directors
KOITO MANUFACTURING CO., LTD.

ARK LLC
Tokyo Head Office

Junichi Yoshimura
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Yoshio Hinazuru
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Audit Opinion

Pursuant to Article 444, paragraph 4 of the Companies Act, we have audited the consolidated financial statements of KOITO MANUFACTURING CO., LTD., which comprise the consolidated balance sheet, the consolidated statement of income, the consolidated statement of changes in shareholders' equity and the notes to consolidated financial statements applicable to the fiscal year from April 1, 2021 through March 31, 2022.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position and results of operations of the Group, which consisted of KOITO MANUFACTURING CO., LTD. and its consolidated subsidiaries, applicable to the fiscal year ended March 31, 2022 in accordance with accounting principles generally accepted in Japan.

Basis for Audit Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Company Groups in accordance with the ethical requirements that are relevant to our audit of the consolidated financial statements in Japan, and we have fulfilled our ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Statements

Other statements consist of the Business Report and its supporting schedules. Management is responsible for the preparation and disclosure of the other statements. Audit and Supervisory Board Members and Audit and Supervisory Board are responsible for overseeing the Directors' performance of duties within the maintenance and operation of the reporting process for the other statements.

The subject of our audit opinion on the consolidated financial statements does not include

other statements, and we express no opinion on them.

Our responsibility in the audit of the consolidated financial statements is to read the other statements in full and, in the course of reading the other statements, to consider whether there are material differences between the other statements and the consolidated financial statements or knowledge we acquired in the course of the audit, and to pay attention to whether there is any indication of material errors in the other statements other than such material differences.

Based on the work we performed, if it is determined that there are material errors in the other statements, we are required to report those facts.

With respect to the other statements, there are no matters we should report.

Responsibilities of Management, Audit & Supervisory Board Members and the Audit & Supervisory Board for the Consolidated Financial Statements

Management is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with accounting principles generally accepted in Japan; this includes the maintenance and operation of internal control deemed necessary by management for the preparation and fair presentation of the consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, management is responsible for assessing whether it is appropriate to prepare the consolidated financial statements with the assumption of a going concern, and in accordance with accounting principles generally accepted in Japan, for disclosing, as necessary, matters related to going concern.

Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the Directors' performance of duties within the maintenance and operation of the financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our responsibilities are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that expresses our opinion on the consolidated financial statements based on our audit from an independent point of view. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the decisions of users of these consolidated financial statements.

In accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit process to perform the following:

- Identify and assess the risks of material misstatement, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Selecting audit procedures to be applied is at the discretion of the auditor. Obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- When auditing the consolidated financial statements, obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances in making risk assessments, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used by management and their method of application, as well as the reasonableness of accounting estimates made by management and related notes thereto.
- Conclude on the appropriateness of preparing the consolidated financial statements with the assumption of a going concern by management, and based on the audit evidence

obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the notes to the consolidated financial statements or, if the notes to the consolidated financial statements on material uncertainty are inadequate, to express a qualified opinion with exceptions on the consolidated financial statements. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate whether the presentation of the consolidated financial statements and notes to the consolidated financial statements are in accordance with accounting standards generally accepted in Japan, as well as evaluate the presentation, structure, and content of the consolidated financial statements, including the related notes thereto, and whether the consolidated financial statements fairly present the underlying transactions and accounting events.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company and its consolidated subsidiaries to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of the consolidated financial statements. We remain solely responsible for our audit opinion.

We report to the Audit & Supervisory Board Members and the Audit & Supervisory Board regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit process, and other matters required by auditing standards.

We also provide the Audit & Supervisory Board Members and the Audit & Supervisory Board with a statement that we have complied with relevant ethical requirements in Japan regarding independence, and to communicate with them all relationships and other matters that may reasonably be deemed to bear on our independence, and where applicable, related safeguards in order to eliminate or reduce obstruction factors.

Conflicts of Interest

We or engagement partners have no interests in the Company and its consolidated subsidiaries, which should be stated in compliance with the Certified Public Accountants Act.

Independent Auditor's Report

May 19, 2022

The Board of Directors
KOITO MANUFACTURING CO., LTD.

ARK LLC
Tokyo Head Office

Junichi Yoshimura
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Yoshio Hinazuru
Designated Limited Liability Partner
Engagement Partner
Certified Public Accountant

Audit Opinion

Pursuant to Article 436, paragraph 2, Item 1 of the Companies Act, we have audited the financial statements of KOITO MANUFACTURING CO., LTD. ("the Company"), which comprise the non-consolidated balance sheet, the non-consolidated statement of income, the non-consolidated statement of changes in shareholders' equity and the notes to financial statements, and the supporting schedules ("Financial Statements and Others") applicable to the 122nd business year from April 1, 2021 through March 31, 2022.

In our opinion, the Financial Statements and Others referred to above present fairly, in all material respects, the financial position and results of operations, applicable to the business year ended March 31, 2022 in accordance with accounting principles generally accepted in Japan.

Basis for Audit Opinion

We conducted our audit in accordance with auditing standards generally accepted in Japan. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements and Others section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the Financial Statements and Others in Japan, and we have fulfilled our ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Statements

Other statements consist of the Business Report and its supporting schedules. Management is responsible for the preparation and disclosure of the other statements. Audit and Supervisory Board Members and Audit and Supervisory Board are responsible for overseeing the Directors' performance of duties within the maintenance and operation of the reporting process for the other statements.

The subject of our audit opinion on the Financial Statements and Others does not include other statements, and we express no opinion on them.

Our responsibility in the audit of the Financial Statements and Others is to read the other statements in full and, in the course of reading the other statements, to consider whether

there are material differences between the other statements and the Financial Statements and Others or knowledge we acquired in the course of the audit, and to pay attention to whether there is any indication of material errors in the other statements other than such material differences.

Based on the work we performed, if it is determined that there are material errors in the other statements, we are required to report those facts.

With respect to the other statements, there are no matters we should report.

Responsibilities of Management, Audit & Supervisory Board Members and the Audit & Supervisory Board for the Financial Statements and Others

Management is responsible for the preparation and fair presentation of the Financial Statements and Others in accordance with accounting principles generally accepted in Japan; this includes the maintenance and operation of internal control deemed necessary by management for the preparation and fair presentation of the Financial Statements and Others that are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements and Others, management is responsible for assessing whether it is appropriate to prepare the Financial Statements and Others with the assumption of a going concern, and in accordance with accounting principles generally accepted in Japan, for disclosing, as necessary, matters related to going concern.

Audit & Supervisory Board Members and the Audit & Supervisory Board are responsible for overseeing the Directors' performance of duties within the maintenance and operation of the financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements and Others

Our responsibilities are to obtain reasonable assurance about whether the Financial Statements and Others as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that expresses our opinion on the Financial Statements and Others based on our audit from an independent point of view.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the decisions of users of these Financial Statements and Others.

In accordance with auditing standards generally accepted in Japan, we exercise professional judgment and maintain professional skepticism throughout the audit process to perform the following:

- Identify and assess the risks of material misstatement, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Selecting audit procedures to be applied is at the discretion of the auditor. Obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion.
- When auditing the Financial Statements and Others, obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances in making risk assessments, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used by management and their method of application, as well as the reasonableness of accounting estimates made by management and related notes thereto.
- Conclude on the appropriateness of preparing the Financial Statements and Others with the assumption of a going concern by management, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our

auditor's report to the notes to the Financial Statements and Others or, if the notes to the Financial Statements and Others on material uncertainty are inadequate, to express a qualified opinion with exceptions on the Financial Statements and Others. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate whether the presentation of the Financial Statements and Others and notes to the Financial Statements and Others are in accordance with accounting standards generally accepted in Japan, as well as evaluate the presentation, structure, and content of the Financial Statements and Others, including the related notes thereto, and whether the Financial Statements and Others fairly present the underlying transactions and accounting events.

We report to the Audit & Supervisory Board Members and the Audit & Supervisory Board regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit process, and other matters required by auditing standards.

We also provide the Audit & Supervisory Board Members and the Audit & Supervisory Board with a statement that we have complied with relevant ethical requirements in Japan regarding independence, and to communicate with them all relationships and other matters that may reasonably be deemed to bear on our independence, and where applicable, related safeguards in order to eliminate or reduce obstruction factors.

Conflicts of Interest

We or engagement partners have no interests in the Company, which should be stated in compliance with the Certified Public Accountants Act.

AUDIT REPORT

Regarding the execution of Directors' duties during the 122nd business year from April 1, 2021 to March 31, 2022, we, the Audit and Supervisory Board of KOITO MANUFACTURING CO., LTD. ("the Company"), hereby submits its audit report, which has been prepared through discussions based on the audit reports prepared by the respective Audit and Supervisory Board Members.

1. Method and details of audit

(1) We, the Audit and Supervisory Board, established the auditing policies and allocation of duties, received reports regarding the status of audits and the results thereof from each Audit and Supervisory Board Member, as well as reports regarding the status of the execution of duties from Directors, etc. and Independent Auditors, and requested explanations as necessary.

(2) In compliance with the auditing rules of the Audit and Supervisory Board and pursuant to the auditing plans and the assigned tasks and others, each Audit and Supervisory Board Member communicated with Directors, officials at the Internal Audit Department and other relevant personnel, endeavored to collect necessary information and improve the auditing environment, and conducted the audit in accordance with the following methods.

i) Each Audit and Supervisory Board Member also attended meetings of the Board of Directors and other meetings as deemed important, received reports from Directors and employees on their performance of duties, requested additional explanations as necessary, perused the documents whereby the important decisions were made, and examined the business and financial conditions at the head office and the principal offices.

Meanwhile, each Audit and Supervisory Board Member communicated and exchanged information with Directors, Audit and Supervisory Board Members, and others of subsidiaries and, when necessary, received reports concerning business activities of the subsidiaries.

ii) Each Audit and Supervisory Board Member monitored and reviewed the substance of the Board of Directors' resolutions to establish a system to ensure the conformity of the execution of duties by the Directors with laws and regulations and with the Articles of Incorporation, and other arrangements prescribed in Article 100, Paragraphs 1 and 3 of the Enforcement Regulations of the Companies Act as necessary for ensuring the integrity of corporate groups comprised of stock companies and their subsidiaries, as well as the establishment and operation of a system (internal control system) being developed in accordance with such resolutions.

iii) Each Audit and Supervisory Board Member examined the substance of the basic policies on those who control the decision of the Company's financial and operational policies and specific measures taken to implement the said policies.

iv) In addition to monitoring and examining whether the Independent Auditor maintained an independent position and performed auditing appropriately, we received reports from the Independent Auditor on the performance of its duties and requested explanations when necessary. In addition, we received notice from the Independent Auditor that "The systems for ensuring the proper performance of duties" (set forth in each item of Article 131 of the Regulations of Corporate Financial Calculation) are organized in accordance with the "Standards for Quality Control of Audit" (Business Accounting Council, October 28, 2005) and other relevant standards, and sought explanations whenever necessity arose.

Based on the above methods, we examined the business report, consolidated financial statements (consolidated balance sheets, consolidated statements of income, consolidated statement of changes in equity, notes to consolidated financial statements), financial statements (balance sheets, statements of income, statement of changes in equity, notes to financial statements), supporting schedules for the fiscal year under review.

2. Results of audit

(1) Results of audit of business report, etc.

i) In our opinion, the business report and supporting schedules fairly represent the condition of the Company in accordance with the laws, regulations and Articles of Incorporation of the Company.

ii) We have determined that there were no serious occurrences of dishonest or false activity or violations of any laws, regulations or the Company's Articles of Incorporation by any Directors or Executive Officers in carrying out their duties.

iii) We find the Board of Directors' resolutions concerning the internal control system are appropriate and there are no matters to be pointed out with respect to the establishment and operation of the said internal control system.

iv) There are no matters to be pointed out with respect to the basic policies on those who control the decision of the Company's financial and operational policies and specific measures taken to implement the said policies.

(2) Results of audit of consolidated financial statements

In our opinion, the audit method and audit results received from the Independent Auditor ARK LLC. are appropriate.

(3) Results of audit of financial statements and supporting schedules

In our opinion, the audit method and audit results received from the Independent Auditor ARK LLC. are appropriate.

May 24, 2022

Audit and Supervisory Board of KOITO MANUFACTURING CO., LTD.

Standing Audit and Supervisory Board Member
Mitsuo Kikuchi (Seal)

Standing Audit and Supervisory Board Member
Koichi Sakakibara (Seal)

Outside Audit and Supervisory Board Member
Yukinobu Suzuki (Seal)

Outside Audit and Supervisory Board Member
Hiroshi Kimeda (Seal)