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> (Stock Exchange Code 7287) June 6, 2022

To Shareholders with Voting Rights:

Koichi Sato President, Representative Director and Chief **Executive Officer** NIPPON SEIKI CO., LTD. 2-34, Higashizaoh 2-chome, Nagaoka-shi, Niigata

NOTICE OF THE 77TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

You are cordially notified of the 77th Annual General Meeting of Shareholders of NIPPON SEIKI CO., LTD. (the "Company"). The meeting will be held for the purposes as described below.

In order to prioritize the safety of our shareholders and prevent the spread of new coronavirus (COVID-19) infection, we ask that you exercise your voting rights in writing or via the Internet as far as possible in advance and refrain from attending the meeting on the day of the meeting regardless of your health condition. Please review the attached Reference Documents for the General Meeting of Shareholders and cast your vote in accordance with the "Guidance on How to Exercise the Voting Rights" presented on pages 3 to 4 by 5:00 p.m. on Friday, June 24, 2022, Japan time.

1. Date and Time: Monday, June 27, 2022, at 10:00 a.m.

2. Place: Gymnasium at the headquarters of the Company, located at 2-34, Higashizaoh 2-chome, Nagaoka-shi, Niigata

3. Meeting Agenda:

- Matters to be reported: 1. The Business Report, Consolidated Financial Statements for the Company's 77th Fiscal Year (April 1, 2021–March 31, 2022) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
 - 2. Non-consolidated Financial Statements for the Company's 77th Fiscal Year (April 1, 2021-March 31, 2022)

Proposals to be resolved:

Partial Amendments to the Articles of Incorporation Proposal 1

Proposal 2 Election of Six (6) Directors (Excluding Directors Who Are Audit and Supervisory

Committee Members)

End

- The reception starts at 9 a.m.
- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- If you are unable to attend the meeting, you may exercise your voting rights by a proxy. In such case, the proxy must be another shareholder of the Company who holds voting rights, and that person will be required to submit a document certifying his/her authority to be a proxy.
- Should the Reference Documents for the General Meeting of Shareholders, the Business Report, the Non-consolidated Financial Statements and the Consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (https://www.nippon-seiki.co.jp/).
- Among the documents to be provided in this Notice, the Notes to Consolidated Financial Statements and the Notes to Non-consolidated Financial Statements are posted on the Company's website (https://www.nippon-seiki.co.jp/) pursuant to applicable laws and regulations and Article 16 of the Articles of Incorporation of the Company. Accordingly, these Notes are not included in the attached document of this Notice. This Notice presents only part of the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by Accounting Auditor and the Audit and Supervisory Committee in preparing the accounting audit report and the audit report.
- Please note that we will be wearing masks in casual attire (Cool Biz) on the day of the meeting.
- In order to prevent the spread of infectious diseases such as the COVID-19, we ask that you please make sure you are in good physical condition, wear a mask, sanitize your hands, and take your temperature.

Guidance on How to Exercise the Voting Rights

If you are able to attend the General Meeting of Shareholders:					
	Date and time of the meeting:				
	Monday, June 27, 2022, at 10:00 a.m.				
Attending the General	Please bring the enclosed Voting Rights Exercise Form and submit it at the				
Meeting of Shareholders	reception desk.				
	Please come to the venue early as the reception desk will be crowded				
	immediately before the opening of the meeting.				

If you are unable to attend the General Meeting of Shareholders:								
Voting in writing	"Smart Voting"	Voting via the Internet From a PC, a smartphone, etc., access the voting website at: https://www.web54.net						
Voting Deadline	Voting Deadline	Voting Deadline						
To be received no later than 5:00 p.m. Friday, June 24, 2022	No later than 5:00 p.m. Friday, June 24, 2022	No later than 5:00 p.m. Friday, June 24, 2022						
Please indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it so that it will be received by the Shareholder Register Administrator of the Company by the deadline.	Please scan the "Login QR Code for the voting website for smartphones" provided in the lower right of the enclosed Voting Rights Exercise Form with a smartphone or a tablet terminal.	Please access the voting website, use the Voting Rights Exercise Code and the Password provided on the enclosed Voting Rights Exercise Form, and follow the on-screen instructions to register your vote for or against the proposal.						
	Please see the following page for detail.							

Handling of multiple votes

- 1) If you have exercised your voting rights both in writing and via the Internet (including "Smart Voting"), the vote exercised via the Internet (including "Smart Voting") shall be deemed effective.
- 2) If you have exercised your voting rights more than once via the Internet (including "Smart Voting"), the latest vote shall be deemed effective.

If you have questions about the use of your PC or smartphone for exercising your voting rights, please contact: **Sumitomo Mitsui Trust Bank, Limited, Securities Agent Web Support Hotline**

Toll-free call: 0120-652-031 Services available from 9 a.m. to 9 p.m.

"Smart Voting"

1. Access the voting website for smartphones

Please scan the "Login QR Code for the voting website for smartphones" with a smartphone or a tablet terminal. *QR Code is a registered trademark of DENSO WAVE INCORPORATED.

2. Open the voting website

Please access the URL presented on the screen, to open the voting website. There are two ways to exercise your voting rights.

3. Vote for or against each proposal individually

Please follow the on-screen instructions to enter your vote for or against each proposal.

4. "Approve" all the proposals presented by the Company

If there are no problems on the confirmation page, please click on "Submit Vote" button to complete the voting process.

If you wish to change your vote after you have exercised your voting rights, you will need to scan the QR Code again and enter the "Voting Rights Exercise Code" and the "Password" provided on the enclosed Voting Rights Exercise Form (You may also exercise your voting rights by accessing the voting website at https://www.web54.net directly from your PC.).

Voting via the Internet

- 1. Access the voting website at: https://www.web54.net
- 2. Log in by entering the "Voting Rights Exercise Code" provided on the enclosed Voting Rights Exercise Form
- 3. Enter the Password provided on the enclosed Voting Rights Exercise Form

After that, please follow the onscreen instructions to enter your vote for or against each proposal.

^{*} Shareholders will be responsible for connection and communication charges when using the voting website.

^{*} You may not be able to use the voting website depending on your Internet environment, the service you subscribe to, and the model of smartphone, etc. you are using.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reasons for amendments

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

- (1) The proposed Article 16, Paragraph 1 provides that information contained in the reference materials for the general meeting of shareholders, etc. shall be provided electronically.
- (2) The purpose of the proposed Article 16, Paragraph 2 is to establish a provision to limit the scope of matters to be included in the paper copy to be sent to shareholders who have requested it.
- (3) The provisions related to the internet disclosure and deemed provision of the reference materials for the general meeting of shareholders, etc. (Article 16 of the current Articles of Incorporation) will become unnecessary and will therefore be deleted.
- (4) In line with the above establishment and deletion of the provisions, supplementary provisions related to the effective date, etc. shall be established.

2. Details of amendments

The details of the amendments are as follows.

(Underlines indicate the amended parts)

	(Oliderinies indicate the amended parts)
Current Articles of Incorporation	Proposed Amendments
(Internet Disclosure and Deemed Provision of Reference Materials for General Meetings of Shareholders, Etc.) Article 16 The Company may, when convening a general meeting of shareholders, deem that it has provided information to shareholders pertaining to matters to be described or indicated in the reference materials for the general meeting of shareholders, business report, non-consolidated financial statements, and consolidated financial statements, by disclosing such information through the internet in accordance with the provisions provided in the Ordinance of the Ministry of Justice.	(Deleted)
(New establishment)	 (Measures for Electronic Provision, Etc.) Article 16 The Company shall, when convening a general meeting of shareholders, provide information contained in the reference materials for the general meeting of shareholders, etc. electronically. 2. Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for voting rights.

(New establishment)

(Supplementary provisions)

Article 1 The deletion of Article 16 (Internet

Disclosure and Deemed Provision of Reference

Materials for General Meetings of Shareholders,

Etc.) of the current Articles of Incorporation and
the establishment of the proposed Article 16
(Measures for Electronic Provision, Etc.) shall
come into effect on September 1, 2022, which is
the date of enforcement of the amended
provisions stipulated in the proviso of Article 1
of the supplementary provisions of the Act
Partially Amending the Companies Act (Act No.
70 of 2019) (the "Effective Date").

- 2. Notwithstanding the provisions of the preceding paragraph, Article 16 of the current Articles of Incorporation shall remain in force with respect to a general meeting of shareholders to be held on a date within six months from the Effective Date.
- 3. These supplementary provisions shall be deleted after the lapse of six months from the Effective Date or the lapse of three months from the date of the general meeting of shareholders set forth in the preceding paragraph, whichever is later.

Proposal 2: Election of Six (6) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members; the same applies in this proposal) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of six (6) Directors is proposed.

The candidates for Directors are as follows:

No.	Name	Current position at the Company	Attributes	Number of attendances at Board of Directors meetings
1	Koichi Sato	President, Representative Director and Chief Executive Officer	Reappointment Male	14 / 14
2	Masatoshi Azuma	Director and Managing Officer	Reappointment Male	14 / 14
3	Yuji Osaki	Director and Managing Officer	Reappointment Male	14 / 14
4	Keiichi Nagano	Director and Senior Operating Officer	Reappointment Male	10 / 10
5	Kazuhiko Murayama	Senior Operating Officer	New appointment Male	-
6	Masahiro Yoshihara	Operating Officer	New appointment Male	-

				Number of	Relationship
No.	Name (Date of birth)		Past experience, positions, responsibilities	shares of the	of special
INO.			and significant concurrent positions	Company	interests with
			·	held	the Company
1	Koichi Sato (October 26, 1962) (Number of atte (Reasons for sel Koichi Sato has Representative l business in the e expansion and g leadership of the value. It is expected th	decting the cand taken a leading Director and has engineering divi growth of busing e Nippon Seiki	Joined the Company Vice President and Director, N.S. International, Ltd. Director, the Company Managing Director Director and Managing Officer Director and Senior Managing Officer Representative Director and Senior Managing Officer	1 2	
			efore he has been selected as a candidate for Director.		

				Number of	Relationship				
No.	Name	P	Past experience, positions, responsibilities	shares of the	_				
INO.	(Date of birth)		and significant concurrent positions	Company	interests with				
			· ·	held	the Company				
		April 1984	Joined the Company						
		July 2004	Senior Manager, Development Dept., R&D Center,						
			Engineering Headquarters						
		December 2007	Senior Manager, HUD Engineering Dept., Instrument						
			Cluster Design and Engineering Supervision Dept.,						
			Engineering Headquarters						
		June 2014	Operating Officer						
		June 2014	Deputy General Manager, Instrument Cluster Design						
			and Engineering Supervision Dept., Engineering						
			Headquarters and Senior Manager, HUD Engineering						
		. 12017	Dept.						
		April 2017	Chief of the Headquarters, Instrument Design						
	9,0	June 2018	Headquarters						
			Senior Operating Officer Chief of the Headquarters, Enterprise Management						
		April 2020	Headquarters and General Manager, Enterprise						
	118/18		Supervision Dept.						
			Geographical area in his charge: ASEAN						
		June 2020	Director and Managing Officer (to present)						
	Masatoshi	June 2020	Chief of the Headquarters, Enterprise Management						
	Azuma	June 2020	Headquarters and General Manager, Enterprise						
2	(June 11, 1963)		Supervision Dept.	7,200	See Note 1				
			In charge of EMS & Component Headquarters						
			Geographical area in his charge: ASEAN and Taiwan						
		April 2021	Chief of the Headquarters, Enterprise Management						
		1	Headquarters						
			Geographical area in his charge: ASEAN and Taiwan (to)					
			present)						
			Significant concurrent position)						
		 Chairman of th 	e Board, Thai Nippon Seiki Co., Ltd.						
		 Chairman, Viet 	tnam Nippon Seiki Co., Ltd.						
		· Chairman, Taiv	wan Nissei Display System Co., Ltd.						
	(Number of atte	ndances at Board	of Directors meetings) 14 / 14						
		lecting the candida							
	Masatoshi Azun								
	execution of bus								
			assumed the office of Director and Managing Officer,						
			to corporate management.						
			knowledge at the Company's Board of Directors, he is						
			d's decision-making and supervisory functions, and						
	therefore he has been selected as a candidate for Director.								

					Relationship
No.	Name		Past experience, positions, responsibilities	shares of the	
	(Date of birth)		and significant concurrent positions		interests with
				held	the Company
		March 1982	Joined the Company		
		October 2012	Senior Manager, Business Dept. III, Automobile		
		7 2014	Business Supervision Dept., Business Headquarters		
		June 2014	Operating Officer		
		October 2016	General Manager, Business Supervision Dept. I, Business Headquarters		
		April 2018	Chief of the Headquarters, Sourcing Headquarters		
		June 2019	Senior Operating Officer		
	1000	April 2020	Chief of the Headquarters, Sourcing Headquarters		
	(9)	-	Geographical area in his charge: Japan		
	-	June 2020	Director and Managing Officer (to present)		
		April 2021	Chief of the Headquarters, Sourcing Headquarters		
	11 16 10		In charge of Automotive Business Headquarters, Quality		
			Assurance Headquarters and Consumer Product		
			Business Headquarters		
	Yuji Osaki		Geographical area in his charge: Japan		
	(February 6,	April 2022	Chief of the Headquarters, Sourcing Headquarters		
3	1962)		In charge of Meter Business Headquarters, Sensor, EMS and Parts Business Headquarters, Automotive Business	8,600	See Note 2
			Headquarters, Quality Assurance Headquarters and		
			Consumer Product Business Headquarters		
			Geographical area in his charge: Japan (to present)		
		(Significant cond			
			ng Kong Nippon Seiki Co., Ltd.		
			ngguan Nissei Electronics Co., Ltd.		
	(Number of atte		l of Directors meetings) 14 / 14	1	
			3 /		
	(Reasons for sel	ecting the candid	late for Director)		
	Yuji Osaki has a				
	execution of bus				
	assumed the off				
	into corporate m				
			nowledge at the Company's Board of Directors, he is		
			s decision-making and supervisory functions, and		
	therefore he has	been selected as	a candidate for Director.		

				Number of	Relationship
	Name		Past experience, positions, responsibilities	shares of the	- 1
No.	(Date of birth)				interests with
	(Date of offili)		and significant concurrent positions	held	the Company
-		A	Ising detha Company	liciu	the Company
		April 1989	Joined the Company		
		December 200	7 Senior Manager, Development Dept., Engineering		
		M1- 2014	Headquarters		
		March 2014	General Manager, Nippon Seiki (Europe) B.V.		
			6 Director, Nippon Seiki (Europe) B.V.		
		April 2018	General Manager (Senior Manager), Development		
		A:1 2020	Supervision Dept., Engineering Headquarters		
		April 2020	Operating Officer		
		April 2020	Chief of the Headquarters, Instrument Design		
		1 2020	Headquarters		
		June 2020	Senior Operating Officer		
	20	June 2020	Chief of the Headquarters, Instrument Design		
	7.81		Headquarters		
		A:1 2021	Geographical area in his charge: Europe		
	2 100	April 2021	Chief of the Headquarters, Automotive Design		
	A A A		Headquarters		
	Keiichi Nagano (July 5, 1965)	June 2021	Geographical area in his charge: Europe Director and Senior Operating Officer (to present)		
		June 2021 June 2021	Chief of the Headquarters, Automotive Design		
		June 2021	Headquarters		
4	(vary 5, 1965)		In charge of HUD Engineering Headquarters and	8,300	See Note 3
7			Engineering Headquarters	8,500	Sec Note 3
			Geographical area in his charge: Europe		
		April 2022	Chief of the Headquarters, Automotive System Design		
		April 2022	Headquarters		
			In charge of HUD Business Headquarters and		
			Engineering Headquarters		
			Geographical area in his charge: Europe (to present)		
		(Significant con	current position)		
			the Board, DaNang Nippon Seiki Co., Ltd.		
	(Number of atte		d of Directors meetings) 10 / 10	1	
	(
	(Reasons for se	lecting the candi	date for Director)		
			e range of experience and achievements through the		
	execution of bu				
			iaries, and other responsibilities. In addition, he has		
			and Senior Operating Officer, thereby acquiring deep		
	insight into corp				
			knowledge at the Company's Board of Directors, he is		
			's decision-making and supervisory functions, and		
			s a candidate for Director.		

				N	D -1-4'1-'					
	NI		B	shares of the	Relationship of special					
No.	Name	Tust experience, positions, responsionates								
	(Date of birth)		and significant concurrent positions	1 2	interests with					
				held	the Company					
		April 1985	Joined the Company							
		April 2012	Senior Manager, SD Center Preparatory Office,							
			Business Headquarters							
		May 2012	Business Vice President, Nissei Display Sales and							
			Development Co., Ltd.							
	36	May 2015	President, Nissei Display Sales and Development Co.,							
	1		Ltd.							
		May 2018	Senior Manager, Business Supervision Dept. I,							
	1		Instrument Business Headquarters							
	1 //	April 2019	Operating Officer							
		April 2019	General Manager, Overseas Business Supervision							
	Kazuhiko		Dept., Instrument Business Headquarters							
	Murayama	April 2020	Deputy Chief of the Headquarters, Instrument							
	(October 3, 1961)	_	Business Headquarters							
5	(October 3, 1901)	April 2021	Chief of the Headquarters, Automotive Business	8,653	See Note 4					
	New	•	Headquarters							
	appointment		Geographical area in his charge: North and Mid							
			America and South America (to present)							
		June 2021	Senior Operating Officer (to present)							
		(Significant co	ncurrent position)							
		Chairman of	the Board, Nippon Seiki De Mexico S.A. De C.V.							
	(Reasons for sel		lidate for Director)	1						
	`	-	tensive range of experience and achievements through the							
			business division and as the top management of overseas							
			s assumed the office of Senior Operating Officer, thereby							
			porate management.							
			d knowledge at the Company's Board of Directors, he is							
			ard's decision-making and supervisory functions, and							
	•		lected as a candidate for Director.							
	dictrible in has been newly selected as a candidate for Director.									

No.	Name (Date of birth)		Past experience, positions, responsibilities and significant concurrent positions	shares of the Company	interests with
No	Masahiro Yoshihara (March 11, 1964) New appointment (Reasons for see Masahiro Yoshi execution of bu	September 198 October 2011 July 2016 October 2016 April 2021 May 2021 April 2022 (Significant condomation of Chairman, Nison Chairman, Nison Chairman, Nison Chairman, Holecting the candidata has an extensinesses in the discontinuation of the condition of the candidata has an extensinesses in the discontinuation of the candidata has an extensinesses in the discontinuation of the candidata has an extensinesses in the discontinuation of the candidata has an extensinesses in the discontinuation of the candidata has an extensinesses in the discontinuation of the candidata has an extensinesses in the discontinuation of the candidata has an extensinesses in the discontinuation of the candidata has an extensinesses in the discontinuation of the candidata has an extensine of the candidata has an extension of the ca		shares of the Company	of special
	of Operating Of By utilizing his expected to rein therefore he has				

(Notes)

- 1. Candidate for Director, Masatoshi Azuma, has the following special interests with the Company.
 - a. He concurrently serves as Chairman of the Board, Thai Nippon Seiki Co., Ltd., with which the Company has business relationships, including the sales and purchases of products and parts.
 - b. He concurrently serves as Chairman, Vietnam Nippon Seiki Co., Ltd., with which the Company has business relationships, including the sales of products.
 - c. He concurrently serves as Chairman, Taiwan Nissei Display System Co., Ltd., with which the Company has business relationships, including the sales and purchases of products and parts. The Company also provides loans thereto.
- Candidate for Director, Yuji Osaki, has the following special interests with the Company.
 - a. He concurrently serves as Chairman, Hong Kong Nippon Seiki Co., Ltd., with which the Company has business relationships, including the sales and purchases of products and parts. The Company also provides loans thereto.
 - b. He concurrently serves as Chairman, Dongguan Nissei Electronics Co., Ltd., with which the Company has business relationships, including the sales of products. The Company also provides loans thereto.
- 3. Candidate for Director, Keiichi Nagano, concurrently serves as Chairman of the Board, DaNang Nippon Seiki Co., Ltd., with which the Company has business relationships, including design outsourcing.
- 4. Candidate for Director, Kazuhiko Murayama, concurrently serves as Chairman of the Board, Nippon Seiki De Mexico S.A. De C.V., with which the Company has business relationships, including the sales and purchases of products and parts. The Company also provides loans thereto.
- 5. Candidate for Director, Masahiro Yoshihara, has the following special interests with the Company.
 - a. He concurrently serves as Chairman, Shanghai Nissei Display System Co., Ltd., with which the Company has business relationships, including the sales and purchases of products and parts.
 - b. He concurrently serves as Chairman, Wuhan Nissei Display System Co., Ltd., with which the Company has business relationships, including the sales of products. The Company also provides loans thereto.
 - c. He concurrently serves as Chairman, Nissei Display Sales and Development Co., Ltd., with which the Company has business relationships, including the sales of products.
 - d. He concurrently serves as Chairman, Hong Kong Ek Chor Nissei Co., Ltd.
- 6. The Company has entered into a directors and officers (D&O) liability insurance contract with an insurance company. In the event that claims for damages are made against the insured persons, the said insurance contract shall compensate for legal damages and litigation expenses to be borne by the insured. If elected, each candidate will be insured under the said insurance contract. Also, the Company intends to renew the said insurance contract with the same contents at the time of next renewal.
- 7. The Audit and Supervisory Committee has expressed its opinion regarding the selection of Directors (excluding Directors who are Audit and Supervisory Committee Members) as follows:
 - The Audit and Supervisory Committee, based on the "Audit and Supervisory Committee Auditing Standards," examined with regard to this proposal whether the candidates have been selected and nominated in accordance with the policy set forth in the "Basic Approach to Corporate Governance" of the Company, after receiving explanations of the deliberation results from the Appointment Advisory Committee consisted of three Outside Directors who are Audit and Supervisory Committee Members regarding the approach taken in selecting candidates for Directors and their careers, achievements, and roles, etc. that are to be assigned to each candidate, and exchanging opinions. As a result, it has deemed that the selection and nomination procedures are appropriate and that each candidate is suitable as a Director of the Company.

Reference: Composition of the Board of Directors and Skills Matrix after Election

			Corporate	Production Production Engineering	Research,	Marketing, Business	Accounting, Finance, Tax	Corporate Govern- ance	ESG, Sustainability	Global Experience	HR, Personnel Develop- ment	IT, DX
Koichi Sato	Inside		0		0	0				0		
Masatoshi Azuma	Inside		0		0		0	0			0	0
Yuji Osaki	Inside		0			0				0		
Keiichi Nagano	Inside		0		0					0		
Kazuhiko Murayama	Inside		0			0				0		
Masahiro Yoshihara	Inside		0	0						0		
Haruhiko Otaki	Inside	Audit and Supervisory Committee Member	0					0				
Tatsuya Nagai	Inside	Audit and Supervisory Committee Member						0		0		
Etsuo Saiki	Outside	Audit and Supervisory Committee Member						0				
Eiko Tomiyama	Outside	Audit and Supervisory Committee Member				0			0			
Ryuichi Shimamune	Outside	Audit and Supervisory Committee Member					0	0				
Kiyoshi Suzuki	Outside	Audit and Supervisory Committee Member	0	0	0							0

^{*} Skill items that are recognized as having extensive knowledge and expertise are marked with \odot .