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Stock Exchange Code: 5461

June 2, 2023

(Start date of electronic provisioning measures: May 30, 2023)

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

Dear Shareholders:

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

We hereby inform you that the 99th Annual General Meeting of Shareholders of Chubu Steel Plate Co., Ltd. (the “Company”) will be held as described below.

In convening this Meeting, the Company has adopted an electronic method of providing the Notice of Convocation of the Annual General Meeting of Shareholders. The Reference Documents for the General Meeting of Shareholders (Electronic Provision Measures Matters) are posted on the following websites as “Notice of the 99th General Meeting of Shareholders 2023 .”

The Company’s website: <https://www.chubukohan.co.jp/ir/library/meeting/>

In addition to the above, the reference documents are posted on the following website.

TSE Listed Company Search: <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

Please access the website above, enter the Company’s name or stock exchange code to search, and select “Basic information” and “Documents for public inspection/PR information” in this order to confirm the information.

Please note that you can exercise your voting rights via the internet or by mailing the enclosed Voting Rights Exercise Form in place of attending the meeting on the day. Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:15 p.m. (JST) (close of our business hours) on Wednesday, June 21, 2023.

Kumio Shigematsu  
Representative Director and President  
Chubu Steel Plate Co., Ltd.  
5-1 Kousudori, Nakagawa-ku, Nagoya, Aichi

- 1. Date and Time:** Thursday, June 22, 2023 at 10:00 a.m. (JST)
- 2. Place:** The welfare hall of the Company located at  
5-1 Kousudori, Nakagawa-ku, Nagoya, Aichi
- 3. Meeting Agenda:**
- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the Company's 99th Fiscal Year (April 1, 2022 - March 31, 2023) and results of audits by the Accounting Auditor and the Audit & Supervisory Committee of the Consolidated Financial Statements
  2. Non-consolidated Financial Statements for the Company's 99th Fiscal Year (April 1, 2022 - March 31, 2023)
- Proposals to be resolved:**
- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Reduction of Amount of Legal Capital Surplus
- Proposal 3:** Election of 9 Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)
- Proposal 4:** Election of 4 Directors Who Are Audit & Supervisory Committee Members
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- © Should the Electronic Provision Measures Matters require revisions, the revised versions will be posted on each website where these matters are posted.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### Proposal 1: Appropriation of Surplus

The Company's basic policy regarding the distribution of profits is to pay out dividends flexibly in line with its financial performance while aiming to make steady dividend payments.

The Company proposes that a year-end dividend of 84 yen per share will be paid for the fiscal year, comprising 74 yen per share of an ordinary dividend based on the above policy, and a commemorative dividend of 10 yen per share to mark the Company's listing on the Prime Market on the Tokyo Stock Exchange on December 28, 2022.

As a result, the total cash dividends for the full year including the interim dividend of 20 yen will be 104 yen per share.

#### 1. Matters concerning year-end dividends

##### (1) Type of dividend

Cash

##### (2) Allotment of dividend assets to shareholders and the total amount

Per share of common stock of the Company: 84 yen	Total: 2,322,282,732 yen
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##### (3) Effective date of the dividends of surplus

June 23, 2023

**Proposal 2:** Reduction of Amount of Legal Capital Surplus

In order to ensure agile and flexible capital policy going forward, the Company proposes that the amount of legal capital surplus shall be reduced and transferred to other capital surplus, pursuant to the provisions in Article 448, Paragraph 1 of the Companies Act.

- (1) Amount of legal capital surplus to be reduced  
3,468,300,000 yen out of the amount of legal capital surplus of 4,668,300,000 yen
- (2) Effective date of reduction of amount of legal capital surplus  
August 18, 2023 (scheduled)

**Proposal 3:** Election of 9 Directors (Excluding Directors Who Are Audit & Supervisory Committee Members)

The terms of office of all 8 Directors (excluding Directors who are Audit & Supervisory Committee Members) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of 9 Directors (excluding Directors who are Audit & Supervisory Committee Members) with the addition of 1 Director to further strengthen its management structure.

The candidates for Directors (excluding Directors who are Audit & Supervisory Committee Members) are as follows.

[Reference] List of candidates

No.	Name	Current positions and responsibilities at the Company	Years served as Director (at the conclusion of this General Meeting of Shareholders)	Attendance at the Board of Directors meetings
1	[Reappointment] Kumio Shigematsu	Representative Director and President	13 years	15/15 (100%)
2	[Reappointment] Shinji Komura	Director and General Superintendent of Steel Works	5 years	15/15 (100%)
3	[Reappointment] Susumu Matsuda	Director and General Manager of General Affairs Department	3 years	15/15 (100%)
4	[Reappointment] Shuji Muramatsu	Director and General Manager of Marketing Department	1 year	12/12 (100%)*
5	[New appointment] Takayuki Niimi	Executive counselor and Assistant to the General Superintendent	—	—
6	[New appointment] Satoshi Nakao	Executive counselor and General Manager of Management Planning Department	—	—
7	[Reappointment] [Outside] Hideki Miyahana [Independent]	Director	3 years	15/15 (100%)
8	[Reappointment] [Outside] Takahiro Hirano [Independent]	Director	3 years	15/15 (100%)
9	[Reappointment] [Outside] Nobutaka Ushigome [Independent]	Director	1 year	12/12 (100%)*

Reappointment: Candidate for a Director to be reappointed

New appointment: Candidate for a Director to be newly appointed

Outside: Candidate for an Outside Director

Independent: Candidate for an independent director

- \* Since Mr. Shuji Muramatsu and Mr. Nobutaka Ushigome assumed office as Director on June 23, 2022, the number of the Board of Directors meetings attended on and after that day was 12.

No.	Name (Date of birth)	Career summary, positions, responsibilities, \and significant concurrent positions	Number of shares of the Company held
1	Kumio Shigematsu (June 7, 1956)  [Reappointment]	<p>April 1981      Joined the Company</p> <p>June 2004      General Manager of Manufacturing Department</p> <p>April 2007      General Manager of Production Planning &amp; Scheduling Department</p> <p>June 2008      Executive Counselor and General Manager of Production Planning &amp; Scheduling Department</p> <p>January 2010   Executive Counselor and General Manager of Management Planning Department</p> <p>June 2010      Director and General Manager of Management Planning Department</p> <p>June 2013      Director and General Superintendent of Steel Works</p> <p>June 2014      Managing Director and General Superintendent of Steel Works</p> <p>June 2016      Managing Director</p> <p>June 2017      Representative Director and President (current position)</p>	63,921 shares
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Kumio Shigematsu has worked in steelmaking and technical departments in the Company and has led the Company's technology for many years. Having also been in charge of management planning and responsible for sales and purchasing, he has a wealth of knowledge about all aspects of the Company's business, including manufacturing control and production engineering. Furthermore, since assuming the position of Representative Director and President in June 2017, he has demonstrated strong leadership aiming to strengthen the Company's group's business foundation and increase its corporate value. The Company therefore believes that he can leverage his experiences and renominates him as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
2	Shinji Komura (September 1, 1961)  [Reappointment]	April 1984	Joined the Company	20,583 shares
		June 2008	General Manager of Manufacturing Department	
		June 2010	Director, MEITOKU ENGINEERING CO., LTD.	
		April 2015	General Manager of Production Engineering Department, the Company	
		June 2015	Executive Counselor and General Manager of Production Engineering Department	
		June 2015	Director, CK-LOGISTICS CO., LTD. (current position)	
		June 2016	Executive Counselor and Deputy General Superintendent of Steel Works, the Company	
		June 2018	Director and General Superintendent of Steel Works (current position)	
		[Significant concurrent positions] Director, CK-LOGISTICS CO., LTD.		
		[Reason for nomination as candidate for Director] Mr. Shinji Komura has worked in steelmaking and technical departments of the Company for many years and is well versed in the Company's technology. He has also participated in the management of group companies and has a wealth of experience and knowledge about manufacturing control and production engineering. The Company therefore renominates him as a candidate for Director.		
3	Susumu Matsuda (December 29, 1966)  [Reappointment]	April 1989	Joined The Tokai Bank, Ltd. (currently MUFG Bank, Ltd.)	7,660 shares
		October 2009	General Manager of Nerimaheiwadai Branch, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently MUFG Bank, Ltd.)	
		May 2011	General Manager of Tama Branch	
		April 2013	General Manager of Ichinomiya Branch and Area Director	
		December 2015	General Manager of Kashiwa Branch and Area Director	
		May 2019	General Manager of Finance Department, the Company	
		June 2019	Executive Counselor and General Manager of Finance Department	
		June 2020	Director and General Manager of General Affairs Department (current position)	
		June 2021	Auditor, MEITOKU ENGINEERING CO., LTD. (current position)	
		June 2021	Auditor, CK-LOGISTICS CO., LTD. (current position)	
[Significant concurrent positions] Auditor, MEITOKU ENGINEERING CO., LTD. Auditor, CK-LOGISTICS CO., LTD.				
[Reason for nomination as candidate for Director] Mr. Susumu Matsuda has been making decisions on important business operations as the head of the finance and accounting, general affairs, and personnel departments since joining the Company, and also has many years of experience at financial institutions and a wealth of knowledge about finance and other areas. The Company therefore renominates him as a candidate for Director.				



No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
4	Shuji Muramatsu (April 10, 1962)  [Reappointment]	April 1985	Joined MITSUI & CO., LTD.	2,358 shares
		October 1991	Detroit Office Manager (Customer Service), Steel & Metal Dept., North-Central Headquarters (Chicago), Mitsui & Co. (U.S.A), Inc.	
		October 1996	Detroit Office Assistant General Manager of Steel Dept., Mitsui & Co. (U.S.A), Inc.	
		October 2007	Group Manager of First Sales Department, Automotive Division, Iron & Steel Products Business Unit, MITSUI & CO., LTD.	
		April 2013	Director and Senior Managing Executive Officer, NSM Coil Center Co., Ltd.	
		April 2015	Executive Managing Officer, Mitsui & Co. Steel Ltd.	
		April 2020	Executive Counselor and Head of Tokyo Marketing Office, the Company	
		June 2022	Director and General Manager of Marketing Department (current position)	
		June 2022	Director, CK CORPORATION LTD. (current position)	
[Reason for nomination as candidate for Director] Mr. Shuji Muramatsu has been engaged in the Company’s management as the head of the Company’s marketing since joining the Company, and has fulfilled his roles and responsibilities effectively. In addition, he worked successfully in the steel-related divisions of trading companies for many years and has a wealth of experience in and knowledge about the steel industry. The Company therefore renominates him as a candidate for Director.				
5	Takayuki Niimi (February 1, 1965)  [New appointment]	April 1988	Joined the Company	8,134 shares
		January 2010	General Manager of Production Planning & Scheduling Department	
		June 2010	Director, CK-LOGISTICS CO., LTD.	
		April 2011	General Manager of Manufacturing Department, the Company	
		June 2011	Director, MEITOKU ENGINEERING CO., LTD.	
		June 2013	General Manager of Management Planning Department, the Company	
		June 2014	General Manager of Purchasing Department	
		June 2016	Representative Director and President, CK Clean Ad Co., Ltd.	
		June 2021	Assistant to the General Superintendent, the Company	
		June 2021	Director, CK Clean Ad Co., Ltd.	
		June 2022	Executive Counselor and Assistant to the General Superintendent, the Company (current position)	
[Reason for nomination as candidate for Director] Mr. Takayuki Nimi has worked in manufacturing division of the Company for many years and has held positions such as General Manager of Management Planning Department and General Manager of Purchasing Department. In addition, he has served as a Representative Director and President of a group company and has a wealth of experience and knowledge. The Company therefore nominates him as a candidate for Director.				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
6	Satoshi Nakao (May 24, 1968)  [New appointment]	<p>April 1992      Joined the Industrial Bank of Japan (currently Mizuho Bank, Ltd.)</p> <p>April 2015      Deputy Manager, International Fund Securities Department, Mizuho Bank, Ltd.</p> <p>April 2016      Deputy Manager, Fund Securities Department</p> <p>October 2018    Group Manager, Audit &amp; Supervisory Committee Office, Mizuho Securities Co., Ltd.</p> <p>April 2019      General Manager, Personnel Department</p> <p>July 2020       General Manager of Management Planning Department, the Company</p> <p>April 2021      Executive Counselor and General Manager of Management Planning Department (current position)</p> <p>June 2021      Auditor, CK CORPORATION LTD. (current position)</p> <p>June 2021      Auditor, CK Clean Ad Co., Ltd. (current position)</p> <p>[Significant concurrent positions] Auditor, CK CORPORATION LTD. Auditor, CK Clean Ad Co., Ltd.</p>	4,282 shares
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Satoshi Nakao has held key positions in departments such as securities and administration at financial institutions for many years. Since joining the Company, he has participated in important decisions as General Manager of Management Planning Department, and has a wealth of experience and knowledge in corporate management operations in general. The Company therefore nominates him as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
7	Hideki Miyahana (December 12, 1967)  [Reappointment] [Outside] [Independent]	<p>April 1990      Joined Mitsui Engineering &amp; Shipbuilding Co., Ltd.</p> <p>April 2008      General Manager of Construction &amp; Steel Structure Division, 1st Business Division, Mitsui &amp; Co. Steel Ltd.</p> <p>May 2009        General Manager of Plate &amp; Pipe Division, 1st Business Division</p> <p>September 2015 General Manager of Stainless Steel, Steel Wire Rods, Products &amp; Special Steel Division, Osaka Office</p> <p>April 2018       General Manager of West-Japan Sales Division, West-Japan Business Unit</p> <p>December 2019 Deputy General Manager of West-Japan Business Unit</p> <p>April 2020       Managing Officer and General Manager of West-Japan Business Unit</p> <p>June 2020       Outside Director, the Company (current position)</p> <p>June 2020       Outside Director, Kishiwada Steel Co., Ltd.</p> <p>April 2022       Managing Officer and General Manager of Infrastructure Second Unit, Mitsui &amp; Co. Steel Ltd. (current position)</p> <p>[Significant concurrent positions] Managing Officer and General Manager of Infrastructure Second Unit, Mitsui &amp; Co. Steel Ltd.</p>	0 shares
<p>[Reason for nomination as candidate for Outside Director and summary of expected roles]</p> <p>Mr. Hideki Miyahana has held key positions at a trading company and has a wealth of experience in and knowledge about the steel industry and steel distribution. In his work for the Company, he has contributed to increasing the corporate value by willingly expressing his views on the overall management of the Company as needed drawing on his insight. In view of his experiences and achievements mentioned above, the Company expects that he will appropriately carry out his duties as an Outside Director and therefore renominates him as a candidate for Outside Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
8	Takahiro Hirano (June 4, 1960)  [Reappointment] [Outside] [Independent]	<p>April 1984      Joined OKAYA &amp; CO., LTD.</p> <p>March 2004      President, OKAYA INTERNATIONAL (H.K.) LTD.</p> <p>September 2009      General Manager of Second Department, International Trade Division, Tokyo Head Office, OKAYA &amp; CO., LTD.</p> <p>May 2011      Senior General Manager of Electric &amp; Electronics Division, Tokyo Head Office</p> <p>May 2012      Member of the Board and Senior General Manager of Electric &amp; Electronics Division, Tokyo Head Office</p> <p>May 2013      Member of the Board, Head of Information &amp; Electronics Segment, and Senior General Manager of Electric &amp; Electronics Division, Tokyo Head Office</p> <p>March 2014      Member of the Board, Head of Information &amp; Electronics Segment, Deputy Senior General Manager of Tokyo Head Office, and Senior General Manager of Electric &amp; Electronics Division, Tokyo Head Office</p> <p>May 2016      President, OKAYA (U.S.A.), Inc.</p> <p>May 2018      Member of the Board, Managing Director, Head of Information &amp; Electronics Segment, and Senior General Manager of Tokyo Head Office, OKAYA &amp; CO., LTD.</p> <p>May 2020      Member of the Board, Managing Director, Head of Information &amp; Electronics Segment, and Senior General Manager of Nagoya Head Office</p> <p>June 2020      Outside Auditor, the Company</p> <p>June 2021      Outside Director (current position)</p> <p>May 2022      Member of the Board, Senior Managing Director and Senior General Manager of Nagoya Head Office, OKAYA &amp; CO., LTD. (current position)</p> <p>[Significant concurrent positions] Member of the Board, Senior Managing Director and Senior General Manager of Nagoya Head Office, OKAYA &amp; CO., LTD.</p>	0 shares
<p>[Reason for nomination as candidate for Outside Director and summary of expected roles]</p> <p>Mr. Takahiro Hirano has held key positions in Japan and overseas at a trading company. He also has experiences and broad insight as a corporate manager. In his work for the Company, he has contributed to increasing the corporate value by willingly expressing his views on the overall management of the Company as needed drawing on his experiences. In view of his experiences and achievements mentioned above, the Company expects that he will appropriately carry out his duties as an Outside Director and therefore renominates him as a candidate for Outside Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
9	Nobutaka Ushigome (September 4, 1964)  [Reappointment] [Outside] [Independent]	<p>April 1989      Joined the Ministry of Home Affairs (currently Ministry of Internal Affairs and Communications)</p> <p>July 1995      Professor of Local Autonomy College</p> <p>April 1996      Joined TYK Corporation</p> <p>April 1996      Head of Sales &amp; Development Division</p> <p>June 1997      Director and Head of Sales &amp; Development Division</p> <p>October 1998    Director and Deputy Head of Sales Division</p> <p>June 2001      Managing Director and Head of Sales Division</p> <p>June 2004      Senior Managing Director and Head of Sales Division</p> <p>June 2005      President and Representative Director (current position)</p> <p>January 2019    Director (outside), Amvis Holdings, Inc. (current position)</p> <p>June 2022      Outside Director, the Company (current position)</p> <p>[Significant concurrent positions] President and Representative Director, TYK Corporation Director (outside), Amvis Holdings, Inc.</p>	0 shares
<p>[Reason for nomination as candidate for Outside Director and summary of expected roles]</p> <p>Mr. Nobutaka Ushigome has worked successfully at manufacturing companies as director and representative director for many years, and has a wealth of experience and knowledge concerning the general management of a manufacturing company. In his work for the Company, he has contributed to increasing the corporate value by willingly expressing his views on the overall management of the Company as needed drawing on his insight. In view of his experiences and achievements mentioned above, the Company expects that he will appropriately carry out his duties as an Outside Director and therefore renominates him as a candidate for Outside Director.</p>			

- Notes:
1. There are no special interests between the candidates and the Company.
  2. Mr. Hideki Miyahana, Mr. Takahiro Hirano and Mr. Nobutaka Ushigome are candidates for Outside Directors.
  3. Mr. Hideki Miyahana serves as Managing Officer and General Manager of Infrastructure Second Unit at Mitsui & Co. Steel Ltd. Mitsui & Co. Steel Ltd. engages in sales transactions with the Company and is the second largest shareholder of the Company.
  4. Mr. Takahiro Hirano serves as Member of the Board, Senior Managing Director, and Senior General Manager of Nagoya Head Office at OKAYA & CO., LTD. OKAYA & CO., LTD. engages in sales and purchasing transactions with the Company and is the seventh largest shareholder of the Company.
  5. Mr. Nobutaka Ushigome is the President and Representative Director of TYK Corporation. TYK Corporation engages in sales and purchasing transactions with CK CORPORATION LTD., a subsidiary of the Company.
  6. Mr. Hideki Miyahana, Mr. Takahiro Hirano and Mr. Nobutaka Ushigome satisfy the Company's criteria for independence of Outside Directors. The Company has designated them as independent directors under the rules of the stock exchanges on which the Company's stock is listed.
  7. Mr. Hideki Miyahana will have served as an Outside Director of the Company for three (3) years at the conclusion of this General Meeting of Shareholders. Mr. Takahiro Hirano will have served as an Outside Director of the Company for two (2) year at the conclusion of this General Meeting of Shareholders. Mr. Nobutaka Ushigome will have served as an Outside Director of the Company for one (1) year at the conclusion of this General Meeting of Shareholders.

The Company made a transition from a company with a Board of Auditors to a company to a company with an Audit & Supervisory Committee on June 25, 2021. Mr. Takahiro Hirano was Outside Auditor at the time of transition. At the time of the transition, he had served as Outside Auditor for one (1) year.
  8. Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Mr. Hideki Miyahana, Mr. Takahiro Hirano and Mr. Nobutaka Ushigome to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act to the amount prescribed by laws and regulations. If the reappointment of Mr. Hideki Miyahana, Mr. Takahiro Hirano and Mr. Nobutaka Ushigome is approved, the Company intends to continue those agreements with them.
  9. Pursuant to Article 430-3, Paragraph 1 of the Companies Act, the Company has entered into a directors and officers liability insurance contract that insures all directors and officers of the Company and its subsidiaries. The insurance covers any damages that may result from the directors and officers being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. However, there are certain exemptions and no coverage is available, for example, for liability arising from actions as a result of intention or gross negligence. The insurance premiums are all paid by the Company. If the candidates assume the office of Directors, they will be insured under the insurance contract. The Company intends to renew the insurance policy with the same contents during their terms of office.

**Proposal 4:** Election of 4 Directors Who Are Audit & Supervisory Committee Members

The terms of office of all 4 Directors who are Audit & Supervisory Committee Members will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of 4 Directors who are Audit & Supervisory Committee Members. The Audit & Supervisory Committee has given its consent to this proposal.

The candidates for Directors who are Audit & Supervisory Committee Members are as follows.

[Reference] List of candidates

No.	Name	Current positions and responsibilities at the Company	Years served as Director (at the conclusion of this General Meeting of Shareholders)	Attendance at the Board of Directors meetings	Attendance at the Audit & Supervisory Committee meetings
1	[Reappointment] [Outside] [Independent]      Hiroya Kobayashi	Director (Audit & Supervisory Committee Member)	7 years	15/15 (100%)	12/12 (100%)
2	[Reappointment] [Outside]      Yasuhiro Nomura	Director (Audit & Supervisory Committee Member)	4 years	15/15 (100%)	12/12 (100%)
3	[Reappointment] [Outside] [Independent]      Makoto Nishigaki	Director (Audit & Supervisory Committee Member)	4 years	15/15 (100%)	12/12 (100%)
4	[Reappointment] [Outside] [Independent]      Hiroko Iwata	Director (Audit & Supervisory Committee Member)	2 years	15/15 (100%)	12/12 (100%)

Reappointment: Candidate for a Director to be reappointed

Outside: Candidate for an Outside Director

Independent: Candidate for an independent director

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Hiroya Kobayashi (November 1, 1954)  [Reappointment] [Outside] [Independent]	<p>April 1978      Joined Mitsubishi Trust and Banking Corporation (currently Mitsubishi UFJ Trust and Banking Corporation)</p> <p>October 1980    Joined Toyoda Machine Works, Ltd. (currently JTEKT CORPORATION)</p> <p>April 2002      Part-time lecturer, Faculty of Law, Meijo University</p> <p>January 2006    General Manager, Legal Department, JTEKT CORPORATION</p> <p>April 2012      Professor, School of Contemporary International Studies, Nagoya University of Foreign Studies</p> <p>June 2014      Outside Director, CHUBUSHIRYO CO., LTD.</p> <p>June 2016      Outside Director, the Company</p> <p>April 2020      Professor Emeritus, Nagoya University of Foreign Studies (current position)</p> <p>June 2021      Outside Director (Audit &amp; Supervisory Committee Member), the Company (current position)</p> <p>[Significant concurrent positions] Professor Emeritus, Nagoya University of Foreign Studies</p>	0 shares
	<p>[Reason for nomination as candidate for Outside Director who is Audit &amp; Supervisory Committee Member and summary of expected roles]</p> <p>Mr. Hiroya Kobayashi has been engaged in legal affairs and business management operations for many years. He also serves as professor of legal studies and management at universities, and has professional knowledge in laws. In his work for the Company, he has contributed to increasing the corporate value by applying his professional knowledge to the audit system of the Company. In view of his experiences and achievements mentioned above, the Company expects that he will continue to contribute to enhancing audits and supervision of the Company's management and therefore renominates him as a candidate for Outside Director who is Audit &amp; Supervisory Committee Member.</p>		



No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
2	Yasuhiro Nomura (July 17, 1965)  [Reappointment] [Outside]	April 1989	Joined Sumikin Bussan Kaisha, Ltd. (currently NIPPON STEEL TRADING CORPORATION)	0 shares
		October 2011	General Manager, Plant Steel Pipes Department	
		October 2013	General Manager, Special Pipes and Steel Pipes Export Sales Department, NIPPON STEEL & SUMIKIN BUSSAN CORPORATION (currently NIPPON STEEL TRADING CORPORATION)	
		August 2014	President, NIPPON STEEL & SUMIKIN BUSSAN (SINGAPORE) PTE. LTD. (currently NIPPON STEEL TRADING (SINGAPORE) PTE. LTD.)	
		April 2019	Executive Officer and General Manager, Nagoya Branch Office, NIPPON STEEL TRADING CORPORATION (current position)	
		June 2019	Outside Auditor, the Company	
		June 2021	Outside Director (Audit & Supervisory Committee Member) (current position)	
		[Significant concurrent positions] Executive Officer and General Manager, Nagoya Branch Office, NIPPON STEEL TRADING CORPORATION		
[Reason for nomination as candidate for Outside Director who is Audit & Supervisory Committee Member and summary of expected roles] Mr. Yasuhiro Nomura has held key positions at a steel trading company and has a wealth of experience in and knowledge about the steel industry. In his work for the Company, he has contributed to increasing the corporate value by applying his insight to the audit system of the Company. In view of his experiences and achievements mentioned above, the Company expects that he will continue to contribute to enhancing audits and supervision of the Company’s management and therefore renominates him as a candidate for Outside Director who is Audit & Supervisory Committee Member.				
3	Makoto Nishigaki (August 26, 1960)  [Reappointment] [Outside] [Independent]	October 2003	Registered as a lawyer (Aichi Bar Association)	0 shares
		October 2003	Joined Iritani Law Firm (current position)	
		June 2008	Outside Auditor, C-CUBE Corporation	
		September 2010	Outside Auditor, SHINTO COMPANY LIMITED	
		June 2019	Outside Auditor, the Company	
		September 2020	Outside Director (Audit & Supervisory Committee Member), SHINTO COMPANY LIMITED (current position)	
		June 2021	Outside Director (Audit & Supervisory Committee Member), the Company (current position)	
		[Significant concurrent positions] Lawyer, Iritani Law Firm Outside Director (Audit & Supervisory Committee Member), SHINTO COMPANY LIMITED		
[Reason for nomination as candidate for Outside Director who is Audit & Supervisory Committee Member and summary of expected roles] Mr. Makoto Nishigaki has a wealth of knowledge and experience as a lawyer, and has contributed to increasing the corporate value by applying his professional knowledge to the audit system of the Company. In view of his experiences and achievements mentioned above, the Company expects that he will continue to contribute to enhancing audits and supervision of the Company’s management and therefore renominates him as a candidate for Outside Director who is Audit & Supervisory Committee Member.				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	Hiroko Iwata (March 15, 1976)  [Reappointment] [Outside] [Independent]	<p>October 2002      Joined ChuoAoyama Audit Corporation</p> <p>July 2007          Transferred to KPMG AZSA &amp; Co.</p> <p>December 2007   Resigned from KPMG AZSA &amp; Co.</p> <p>January 2008      Representative, Hiroko Iwata CPA Office (current position)</p> <p>May 2008          Auditor, Nagoya Public Institute of Medicine (current position)</p> <p>July 2016          Representative partner, CTS Audit Corporation (current position)</p> <p>July 2017          Director, Jinseikai Social Welfare Corporation</p> <p>June 2021          Outside Director (Audit &amp; Supervisory Committee Member), the Company (current position)</p> <p>[Significant concurrent positions] Representative, Hiroko Iwata CPA Office Representative partner, CTS Audit Corporation</p>	0 shares
<p>[Reason for nomination as candidate for Outside Director who is Audit &amp; Supervisory Committee Member and summary of expected roles]</p> <p>Ms. Hiroko Iwata has a wealth of knowledge and experience as a certified public accountant and has sufficient insight necessary for presiding corporate management. In her work for the Company, she has contributed to increasing the corporate value by applying her professional knowledge to the audit system of the Company. In view of her experiences and achievements mentioned above, the Company expects that she will continue to contribute to enhancing audits and supervision of the Company's management and therefore renominates her as a candidate for Outside Director who is Audit &amp; Supervisory Committee Member.</p>			

- Notes:
1. There are no special interests between the candidates and the Company.
  2. All four candidates are candidates for Outside Directors. The Company has designated Mr. Hiroya Kobayashi, Mr. Makoto Nishigaki and Ms. Hiroko Iwata as independent directors under the rules of the stock exchanges on which the Company's stock is listed.
  3. Mr. Yasuhiro Nomura serves as Executive Officer and General Manager of Nagoya Branch Office of NIPPON STEEL TRADING CORPORATION. NIPPON STEEL TRADING CORPORATION engages in sales and purchasing transactions with the Company and is the fifth largest shareholder of the Company.
  4. Mr. Hiroya Kobayashi will have served as an Outside Director of the Company for a total of seven (7) years at the conclusion of this General Meeting of Shareholders, including the tenure of two (2) years as Outside Director who is Audit & Supervisory Committee Member. Mr. Yasuhiro Nomura and Mr. Makoto Nishigaki will have served as Outside Directors who are Audit & Supervisory Committee Members of the Company for two (2) years at the conclusion of this General Meeting of Shareholders. They will have served for four (4) years in total, including the tenure as Outside Auditors. Ms. Hiroko Iwata will have served as an Outside Director of the Company for two (2) years at the conclusion of this General Meeting of Shareholders.
  5. Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Mr. Hiroya Kobayashi, Mr. Yasuhiro Nomura, Mr. Makoto Nishigaki and Ms. Hiroko Iwata to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act to the amount prescribed by laws and regulations. If the reappointment of Mr. Hiroya Kobayashi, Mr. Yasuhiro Nomura, Mr. Makoto Nishigaki and Ms. Hiroko Iwata as

Directors who are Audit & Supervisory Committee Members is approved, the Company intends to continue the said agreements with them.

6. Pursuant to Article 430-3, Paragraph 1 of the Companies Act, the Company has entered into a directors and officers liability insurance contract that insures all directors and officers of the Company and its subsidiaries. The insurance covers any damages that may result from the directors and officers being liable for the performance of their duties or being subject to a claim for the pursuit of such liability. However, there are certain exemptions and no coverage is available, for example, for liability arising from actions as a result of intention or gross negligence. The insurance premiums are all paid by the Company. If the candidates assume the office of Directors, they will be insured under the insurance contract. The Company intends to renew the insurance policy with the same contents during their terms of office.

(Reference) Composition of the Board of Directors after the approval of Proposal 3 and Proposal 4

Skills and areas of expertise particularly expected of each Director are listed below, in order to achieve the Mid-term Business Plan and other medium- and long-term management strategies aiming for sustainable growth and increase in corporate value.

Name	Positions and responsibilities	Corporate management	Sales & business strategy	R&D / new business	Manufacturing technology & quality control	Finance & accounting	Legal affairs & risk management	ESG & sustainability
Kumio Shigematsu	Representative Director and President	●	●	●	●			●
Shinji Komura	Director and Group Manager of Equipment Planning Division			●	●			●
Susumu Matsuda	Director and General Manager of General Affairs Department					●	●	●
Shuji Muramatsu	Director and General Manager of Marketing Department	●	●	●				
Takayuki Niimi	Director and General Superintendent of Steel Works	●		●	●			
Satoshi Nakao	Director and General Manager of Management Planning Department					●	●	●
Hideki Miyahana	Outside Director	●	●	●				
Takahiro Hirano	Outside Director	●	●			●	●	●
Nobutaka Ushigome	Outside Director	●	●	●	●			●
Hiroya Kobayashi	Outside Director (Audit & Supervisory Committee Member)					●	●	●
Yasuhiro Nomura	Outside Director (Audit & Supervisory Committee Member)	●	●					●
Makoto Nishigaki	Outside Director (Audit & Supervisory Committee Member)					●	●	
Hiroko Iwata	Outside Director (Audit & Supervisory Committee Member)					●	●	

- Notes: 1. The table above does not cover all knowledge the Directors have.  
2. These positions and responsibilities are to be officially determined at the Board of Directors meeting to be held after Proposal 3, “Election of 9 Directors (Excluding Directors Who Are

Audit & Supervisory Committee Members),” and Proposal 4, “Election of 4 Directors Who Are Audit & Supervisory Committee Members,” are approved as originally proposed.

**Details of skills and areas of expertise expected of Directors**

Corporate management	Have experience of serving as an executive with representation rights or as a head of business department of a listed company, etc.
Sales & business strategy	Familiar with the steel industry and able to formulate and promote business strategies based on in-depth knowledge in sales and marketing
R&D / new business	Familiar with R&D related to steel and have in-depth knowledge and experience in development of new business, including non-steel fields
Manufacturing technology & quality control	Familiar with steel manufacturing technology and have in-depth knowledge in quality control and safety measures
Finance & accounting	Have abundant knowledge and experience in finance and accounting and in-depth knowledge in IR and capital strategy
Legal affairs & risk management	Have expertise in corporate legal affairs and in-depth knowledge in compliance and risk management
ESG & sustainability	Have in-depth knowledge in environment, governance, human resource development and interaction with stakeholders