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Securities Code: 3167 June 8, 2022

To our shareholders:

Katsuhiko Tokita President & CEO **TOKAI Holdings Corporation** 2-6-8 Tokiwa-cho, Aoi-ku, Shizuoka City, Shizuoka Prefecture, Japan

## NOTICE OF THE 11TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 11th Ordinary General Meeting of Shareholders of TOKAI Holdings Corporation (the "Company"), which will be held as described below.

Please note that if you are unable to attend on the day itself, you can exercise your voting rights using any of the following methods. We would ask that you examine the Reference Documents for the General Meeting of Shareholders and vote before the close of the Company's business day (5:45 p.m.) on Monday, June 27, 2022 (JST).

Guidance on the Exercising of Voting Rights

[For persons exercising voting rights in writing]

Please indicate your approval or disapproval of the proposals on the enclosed voting form, and return it so that it arrives no later than 5:45 p.m. on Monday, June 27, 2022 (JST).

[For persons exercising voting rights via the Internet, etc.]

Please access the voting website (https://www.web54.net), and enter your approval or disapproval of the proposals no later than 5:45 p.m. on Monday, June 27, 2022 (JST).

1. Date and Time:	Tuesday, June 28,	2022 at 10:00 a.m.	(JST) (Reception	will begin at 9:00 a.m.)
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Aoi Tower GRANDAIR, Bouquet TOKAI "Symphony" on the fourth floor

17-1 Kouyamachi, Aoi-ku, Shizuoka City, Shizuoka Prefecture, Japan

#### 3. Agenda:

2. Place:

#### Matters to be reported:

- 1. Business Report and Consolidated Financial Statements for the 11th Term (from April 1, 2021 to March 31, 2022), as well as the results of audit of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
- 2. Non-Consolidated Financial Statements for the 11th Term (from April 1, 2021 to March 31, 2022)

#### Matters to be resolved:

Proposal 1:	Distribution of dividends of surplus
Proposal 2:	Partial amendments to the Articles of Incorporation
Proposal 3:	Election of nine (9) Directors

- 1. If it becomes necessary to revise the Business Report, Consolidated Financial Statements, Non-Consolidated Financial Statements, or Reference Documents for the General Meeting of Shareholders, the revised information will be posted to our corporate website (https://www.tokaiholdings.co.jp/ir/).
- 2. If attending in person, please bring your voting form with you and present it at the reception.

3. Of the materials the Company must provide along with this Notice, Notes to Consolidated Financial Statements and Notes to Non-Consolidated Financial Statements are provided on the Company website (https://www.tokaiholdings.co.jp/ir/library/meeting.html) based on laws and regulations and in accordance with the provisions of Article 16 of the Company's Articles of Incorporation, and are therefore omitted from the supplemental materials in this Notice. The Consolidated Financial Statements and Non-Consolidated Financial Statements provided as attachments to this Notice constitute portions of the consolidated financial statements and non-consolidated financial statements audited by the Accounting Auditor and Audit & Supervisory Board Members in the course of preparing the audit report.

## **Reference Documents for the General Meeting of Shareholders**

## Proposal 1: Distribution of dividends of surplus

Matters related to year-end dividends

Taking into account earnings and economic conditions and from the standpoint of paying continuous dividends to shareholders, the Company wishes to pay the year-end dividend for the fiscal year under review as follows.

- (1) Type of dividend property Cash
- (2) Allocation of dividend property and total amount thereof
  17 yen per common share of the Company. Total amount of dividends: 2,233,070,649 yen
- (3) Effective date of distribution of dividends of surplus June 29, 2022

## Proposal 2: Partial amendments to the Articles of Incorporation

1. Reasons for changes

Since 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) are to be enforced on September 1, 2022, the Company proposes to make the following changes to its Articles of Incorporation in preparation for the introduction of the system for providing informational materials for the general meeting of shareholders in electronic format.

- (1) Article 16 paragraph 1 of the proposed amendment will be established since the Company will be obliged to stipulate taking measures to provide information that constitutes the contents of reference materials for the General Meeting of Shareholders in its Articles of Incorporation.
- (2) With regard to information that constitutes the contents of reference materials for the General Meeting of Shareholders for which measures for provision in electronic format have been taken, Article 16 paragraph 2 of the proposed amendment will be established to enable the Company to limit the scope of items that are to be provided on paper-based documents delivered to shareholders who request delivery of paperbased documents to the scope stipulated by the Ministry of Justice Order.
- (3) The introduction of a system for electronic provision of reference materials for the General Meeting of Shareholders will render the provision of Article 16 of the current Articles of Incorporation unnecessary, and this will therefore be deleted.
- (4) Accompanying the aforementioned establishment and deletion of provisions, supplementary provisions regarding the effective date, etc. will be established. Moreover, the supplementary provisions will be deleted after the reference date.

# 2. Details of the amendments

The details of the amendments are as follows:

	(Amended parts are underlined)
Current Articles of Incorporation	Proposed amendments
(Internet Disclosure and Deemed Provision of Reference	(Deleted)
Documents for the General Meeting of Shareholders, Etc.)	
Article 16	
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.	
(Newly established)	(Introduction of measures for providing reference documents for
	the general meeting of shareholders, etc. in electronic format)
	<u>Article 16</u>
	<u>1. When the Company convenes a general meeting of</u>
	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.
	2. Among items for which the measures for providing
	information in electronic format will be taken, the
	Company is not required 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.
Articles 17-49 (Omitted)	Articles 17-49 (Unchanged)
(Newly established)	Supplementary Provisions

Current Articles of Incorporation	Proposed amendments
	(Transitional Measures for Providing Informational Materials for
	the General Meeting of Shareholders in Electronic Format)
	Article 1
	1. The deletion of Article 16 of the pre-amended Articles of
	Incorporation and establishment of Article 16 of the
	Articles of Incorporation after amendment shall take effect
	from September 1, 2022.
	2. Notwithstanding the provision(s) of the preceding
	paragraph, Article 16 of the pre-amended Articles of
	Incorporation shall remain effective regarding any general
	meeting of shareholders held on a date within six months
	from September 1, 2022.
	3. This Article shall be deleted on the date when six months
	have elapsed from September 1, 2022 or three months have
	elapsed from the date of the general meeting of
	shareholders in the preceding paragraph, whichever is later.

#### **Proposal 3:** Election of nine (9) Directors

The terms of office of all nine (9) Directors expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the reelection of nine (9) Directors.

No.	Name	Current position and responsibilities in the Company	Attributes
1	Katsuhiko Tokita	Representative Director, President and CEO	Reelection
2	Junichi Yamada	Representative Director, Senior Operating Officer and General Manager of Administration Headquarters	Reelection
3	Toshinori Nakamura	Representative Director, Senior Operating Officer and General Manager of Corporate Management Division	Reelection
4	Katsuo Oguri	Director	Reelection
5	Yasuhiro Fukuda	Director	Reelection
6	Mitsuhaya Suzuki	Director	Reelection
7	Masahiro Sone	Director	Reelection Outside Independent
8	Masahiro Goto	Director	Reelection Outside Independent
9	Nobuko Kawashima	Director	Reelection Outside Independent

The candidates for Directors are as follows:

Reelection: Candidate for reelection as Director

Outside: Candidate for Outside Director

Independent: Independent officer as provided for by the Tokyo Stock Exchange

No.	Name (Date of birth)		nary, position and responsibilities in the Company, icant concurrent positions outside the Company	Number of the Company's share owned
		Apr. 1968	Joined Ministry of International Trade and Industry (currently Ministry of Economy, Trade and Industry)	owned
		June 1992	Director of General Coordination Division, Director-General's Secretariat, Agency for Natural Resources and Energy	
		July 1993	Vice-Governor of Kyoto Prefecture	
		July 1996	Director-General of Bureau of Equipment of Defense Agency	
		June 1998	Director-General of Small and Medium Enterprise Agency	
		Sept. 1999	Member of the Board of Japan National Oil Corporation	
		Sept. 2002	Adviser of TOKAI CORPORATION	
		June 2003	Representative Director and Vice President of TOKAI CORPORATION	
		June 2005	Representative Director and President of TOKAI CORPORATION	
		June 2008	Representative Director and Vice Chairman of TOKAI CORPORATION	
	Katsuhiko Tokita (April 6, 1945)	Oct. 2009	Representative Director, Chairman and CEO of TOKAI CORPORATION	
	Reelection	Apr. 2011	Representative Director, President and CEO of the Company (present position)	
	Tenure as Director 11 years and 3 months	Apr. 2011	Representative Director and President of TOKAI Communications Corporation	376,6
1	Attendance at meetings of the Board of Directors	June 2011	Representative Director and Chairman of TOKAI CORPORATION	
	12/12 (100%)	Apr. 2012	Representative Director and President of TOKAI CORPORATION	
		Apr. 2012	Representative Director and Chairman of TOKAI Cable Network Corporation (present position)	
		Apr. 2012	Chairman of TOKAI (Shanghai) Trade & Commerce Co., Ltd.	
		Apr. 2013	Representative Director and Chairman of TOKAI GAS CORPORATION (present position)	
		Oct. 2013	Representative Director and Chairman of TOKAI Management Service Corporation (present position)	
		Apr. 2016	Representative Director and Chairman of TOKAI CORPORATION (present position)	
		Apr. 2018	Representative Director and Chairman of TOKAI Communications Corporation (present position)	
		Apr. 2021	Representative Director and Chairman of TOKAI Venture Capital & Incubation	
	Reasons, etc. for nomination as c	andidata for D	Corporation (present position)	
			Officer (CEO) of TOKAI CORPORATION since O	ctober 2009 and a
			he Company since April 2011, and has abundant exp	
		. As we expect	him to contribute to the further development of the	

No.	Name (Date of birth)		nary, position and responsibilities in the Company, ficant concurrent positions outside the Company	Number of the Company's shares owned				
		Apr. 1986 Apr. 2006	Joined TOKAI CORPORATION General Manager of Human Resources Division of TOKAI CORPORATION					
		Apr. 2011	Operating Officer and General Manager of Human Resources Division of the Company					
	Junichi Yamada (June 8, 1963)	Apr. 2012	Operating Officer and General Manager of Human Resources Planning Division of the Company					
	Reelection	Apr. 2016	Operating Officer, in charge of Human Resources Planning Division and Human					
	Tenure as Director 1 year		Resources Recruitment and Training Office of the Company	12,477				
2	Attendance at meetings of the Board of Directors 9/9 (100%)	Apr. 2017	Senior Operating Officer and Deputy General Manager of Administration Headquarters of the Company					
	575 (10070)	Apr. 2020	Senior Operating Officer and General Manager of Administration Headquarters of the					
		June 2021	Company Representative Director, Senior Operating Officer and General Manager of Administration					
	Headquarters of the company (present position)        Reasons, etc. for nomination as candidate for Director							
	Recruitment and Training Office, of the Company, and has abundan	Junichi Yamada has served as a person in charge of Human Resources Planning Division and Human Resources Recruitment and Training Office, and as General Manager of Administration Headquarters Division and other positions of the Company, and has abundant experience and track record in the Group operations. As we expect him to contribute						
	to the further development of the	Apr. 1993	re nominated him as a candidate to continue serving Joined TOKAI CORPORATION	as a Director.				
		Apr. 2009	General Manager of Corporate Accounting Division of TOKAI Communications Corporation					
		Apr. 2013	General Manager of Corporate Management Division of the Company					
		May 2018	In charge of Corporate Management Division and Corporate Accounting Division, and					
	Toshinori Nakamura (November 10, 1969)		General Manager of Corporate Accounting Division of the Company					
	Reelection Tenure as Director	Apr. 2019	Operating Officer, in charge of Corporate Management Division and Corporate Accounting Division, and General Manager of	10,385				
3	3 years Attendance at meetings of the Board of Directors 12/12 (100%)	June 2019	Corporate Accounting Division of the Company Director and Operating Officer, in charge of Corporate Management Division and Corporate Accounting Division, and General Manager of					
	12/12 (10070)	Apr. 2020	Corporate Accounting Division of the Company Director, Senior Operating Officer and General Manager of Corporate Management Division of					
		June 2021	the Company Representative Director, Senior Operating Officer and General Manager of Corporate Management Division of the Company (present position)					
	Division, and as General Manage abundant experience and track re	as a person in c er of the Corpor cord in the Gro	irector harge of Corporate Management Division and Corporate Management Division and other positions of the oup operations. As we expect him to contribute to the him as a candidate to continue serving as a Director.	Company, and has				

		and signif	nary, position and responsibilities in the Company, icant concurrent positions outside the Company	Company's shares owned				
		Apr. 1982 June 1995	Joined TOKAI CORPORATION Head of Chuen Branch of TOKAI CORPORATION					
		June 2008 Apr. 2011	Operating Officer of TOKAI CORPORATION Managing Director of TOKAI CORPORATION					
	Katsuo Oguri (February 10, 1959)	Apr. 2015	Representative Director and Vice President of TOKAI CORPORATION					
			Executive Operating Officer of the Company					
			Representative Director and Chairman of					
	Tenure as Director		Energy Line Corporation (present position)	43,850				
4	7 years Attendance at meetings of the	Apr. 2015	Representative Director and President of JOYNET Co., Ltd. (present position)					
	Board of Directors	June 2015	Director of the Company (present position)					
	12/12 (100%)	Apr. 2016	Representative Director and President of TOKAI CORPORATION (present position)					
		Sept. 2019	Representative Director and Chairman of Nissan Tri Star Construction, Inc. (present position)					
		Apr. 2021	Representative Director and Chairman of Marco Polo Inc. (present position)					
	Reasons, etc. for nomination as candidate for Director Katsuo Oguri has served as Representative Director of TOKAI CORPORATION, our group company. As we expect him to provide advice on the Group's business from the professional perspectives, we have nominated him as a candidate to continue serving as a Director.							
		Apr. 1980	Joined TOKAI CORPORATION					
		Jan. 2001	Director of Tokai Broadband Communications Co., Ltd.					
	Yasuhiro Fukuda	Oct. 2005	Managing Director of TOKAI Communications Corporation					
	(December 25, 1957)	June 2008	Executive Director of TOKAI Communications Corporation					
	Reelection	June 2010	Representative Director and Executive Officer					
	Tenure as Director		of TOKAI Communications Corporation	83,802				
-	11 years and 3 months	Apr. 2011	Representative Director and Vice President of					
5	Attendance at meetings of the Board of Directors		TOKAI Communications Corporation					
	12/12 (100%)	Apr. 2011	Director of the Company (present position)					
	12/12 (10070)	Apr. 2013	Representative Director and President of TOKAI Cable Network Corporation					
		Apr. 2018	Representative Director and President of TOKAI Communications Corporation (present					
			position)					
	Reasons, etc. for nomination as c							
			Director of TOKAI Communications Corporation, ou					
	As we expect him to provide adv him as a candidate to continue se		p's business from the professional perspectives, we	have nominated				

No.	Name (Date of birth)		nary, position and responsibilities in the Company, icant concurrent positions outside the Company	Number of the Company's shares owned				
		Apr. 1983 May 2008	Joined TOKAI CORPORATION General Manager of Security Net Business Division of TOKAI CORPORATION					
		June 2008	Operating Officer and General Manager of Security Net Business Division of TOKAI CORPORATION					
	Mitsuhaya Suzuki (August 21, 1957)	Sept. 2010	Operating Officer and in charge of New Business Development Division of TOKAI CORPORATION					
	Reelection Tenure as Director	Apr. 2011	Director, Senior Operating Officer and in charge of New Business Development Division of the Company	24,852				
6	11 years and 3 months Attendance at meetings of the Board of Directors	Apr. 2012	Director, Senior Operating Officer and in charge of overseas business of the Company					
	12/12 (100%)	Apr. 2012	Director of TOKAI (Shanghai) Trade & Commerce Co., Ltd.					
		Apr. 2014	Director of the Company (present position)					
		May 2015	Representative Director and Vice President of					
		Ann 2019	TOKAI Communications Corporation					
		Apr. 2018	Representative Director and President of TOKAI Cable Network Corporation (present					
			position)					
	Reasons, etc. for nomination as candidate for Director							
	Mitsuhaya Suzuki has served as Representative Director of TOKAI Cable Network Corporation, our group company.							
	As we expect him to provide advice on the Group's business from the professional perspectives, we have nominated							
	him as a candidate to continue se	rving as a Dire	ctor.					
	M 1' C	Apr. 1964	Joined Fuji Television Network, Inc.					
	Masahiro Sone	June 1995	Director of Fuji Television Network, Inc.					
	(July 27, 1940)	June 1998	Executive Director of Shizuoka Telecasting					
		00000	C C					
	Reelection		Co., Ltd.					
	Reelection Outside	June 2005	Co., Ltd. Representative Director and President of					
	Outside Independent	June 2005	Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd.					
	Outside Independent Tenure as Director		Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd. Representative Director and Chairman of					
	Outside Independent Tenure as Director 9 years	June 2005 June 2009	Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd. Representative Director and Chairman of Shizuoka Telecasting Co., Ltd.					
7	Outside Independent Tenure as Director 9 years Attendance at meetings of the	June 2005	Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd. Representative Director and Chairman of					
7	Outside Independent Tenure as Director 9 years	June 2005 June 2009	Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd. Representative Director and Chairman of Shizuoka Telecasting Co., Ltd. Director and Corporate Counselor of Shizuoka					
7	Outside Independent Tenure as Director 9 years Attendance at meetings of the Board of Directors 11/12 (91.7%) Reason for nomination as candid	June 2005 June 2009 June 2011 June 2013 ate for Outside	Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd. Representative Director and Chairman of Shizuoka Telecasting Co., Ltd. Director and Corporate Counselor of Shizuoka Telecasting Co., Ltd. Outside Director of the Company (present position) Director, overview of expected role, etc.					
7	Outside Independent Tenure as Director 9 years Attendance at meetings of the Board of Directors 11/12 (91.7%) Reason for nomination as candid Masahiro Sone participates in dep	June 2005 June 2009 June 2011 June 2013 ate for Outside cision making f	Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd. Representative Director and Chairman of Shizuoka Telecasting Co., Ltd. Director and Corporate Counselor of Shizuoka Telecasting Co., Ltd. Outside Director of the Company (present position) Director, overview of expected role, etc. rom a fair and neutral standpoint as an Outside Dire	ctor and provides				
7	Outside Independent Tenure as Director 9 years Attendance at meetings of the Board of Directors 11/12 (91.7%) Reason for nomination as candid Masahiro Sone participates in der appropriate guidance and advice	June 2005 June 2009 June 2011 June 2013 ate for Outside cision making f regarding mana	Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd. Representative Director and Chairman of Shizuoka Telecasting Co., Ltd. Director and Corporate Counselor of Shizuoka Telecasting Co., Ltd. Outside Director of the Company (present position) Director, overview of expected role, etc. From a fair and neutral standpoint as an Outside Dire agement. Moreover, he has served as Representative	ctor and provides Director of				
7	Outside Independent Tenure as Director 9 years Attendance at meetings of the Board of Directors 11/12 (91.7%) Reason for nomination as candid Masahiro Sone participates in dev appropriate guidance and advice Shizuoka Telecasting Co., Ltd. an	June 2005 June 2009 June 2011 June 2013 ate for Outside cision making f regarding mana ad has abundan	Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd. Representative Director and Chairman of Shizuoka Telecasting Co., Ltd. Director and Corporate Counselor of Shizuoka Telecasting Co., Ltd. Outside Director of the Company (present position) Director, overview of expected role, etc. from a fair and neutral standpoint as an Outside Dire agement. Moreover, he has served as Representative t experience and deep insight related to corporate ma	ctor and provides Director of anagement. As				
7	Outside Independent Tenure as Director 9 years Attendance at meetings of the Board of Directors 11/12 (91.7%) Reason for nomination as candid Masahiro Sone participates in der appropriate guidance and advice Shizuoka Telecasting Co., Ltd. ar such, we judge that he will reflect	June 2005 June 2009 June 2011 June 2013 ate for Outside cision making f regarding mana ad has abundan t his experience	Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd. Representative Director and Chairman of Shizuoka Telecasting Co., Ltd. Director and Corporate Counselor of Shizuoka Telecasting Co., Ltd. Outside Director of the Company (present position) Director, overview of expected role, etc. from a fair and neutral standpoint as an Outside Dire agement. Moreover, he has served as Representative t experience and deep insight related to corporate ma e and insight in regard to the management of the Grou	ctor and provides Director of anagement. As pup, and we have				
7	Outside Independent Tenure as Director 9 years Attendance at meetings of the Board of Directors 11/12 (91.7%) Reason for nomination as candid Masahiro Sone participates in der appropriate guidance and advice Shizuoka Telecasting Co., Ltd. ar such, we judge that he will reflec nominated him as a candidate to	June 2005 June 2009 June 2011 June 2013 ate for Outside cision making f regarding mana at has abundan t his experience continue servin	Co., Ltd. Representative Director and President of Shizuoka Telecasting Co., Ltd. Representative Director and Chairman of Shizuoka Telecasting Co., Ltd. Director and Corporate Counselor of Shizuoka Telecasting Co., Ltd. Outside Director of the Company (present position) Director, overview of expected role, etc. from a fair and neutral standpoint as an Outside Dire agement. Moreover, he has served as Representative t experience and deep insight related to corporate ma	ctor and provides Director of anagement. As oup, and we have de Director, we				

No.	Name (Date of birth)		mary, position and responsibilities in the Company, ficant concurrent positions outside the Company	Number of the Company's shares owned
		Apr. 1976	Joined Shizuoka Bank, Ltd.	owned
		Nov. 2002	Executive Officer of Shizuoka Bank, Ltd.	
		June 2003	Senior Executive Officer of Shizuoka Bank,	
		June 2005	Ltd.	
		June 2007	Director and Senior Executive Officer of	
	Masahiro Goto (July 7, 1952)	Julie 2007	Shizuoka Bank, Ltd.	
	(July 7, 1952)	June 2010	Representative Director and Senior Managing	
	Reelection	5 une 2010	Executive Officer of Shizuoka Bank, Ltd.	
	Outside	June 2012	Representative Director and Vice President of	
	Independent		Shizuoka Bank, Ltd.	
	Tenure as Director	June 2015	Director of Shizuoka Bank, Ltd.	
	4 years	June 2015	Representative Director and Chairman of	
	Attendance at meetings of the		SHIZUGIN BUSINESS CREATE CO., LTD.	
8	Board of Directors	June 2015	Representative Director and Chairman of	
0	12/12 (100%)		SHIZUGIN GENERAL SERVICE CO., LTD.	
		June 2018	Outside Director of the Company (present	
			position)	
		Jan. 2019	Director of Goto Kikaku, Ltd. (present	
			position)	
		ent of the Grou	ip, and we have nominated him as a candidate to con	
	Outside Director. If he is elected as an Outside Director	ector, we expec	et him to provide advice, etc. for increasing corporate	tinue serving as an e value based on hi
	Outside Director. If he is elected as an Outside Director	ector, we expected and sector and s	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management	tinue serving as an e value based on hi
	Outside Director. If he is elected as an Outside Director own insight regarding management	ector, we expec	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan,	tinue serving as an e value based on hi
	Outside Director. If he is elected as an Outside Dire own insight regarding manageme Nobuko Kawashima	ector, we expected ent policy and sector Apr. 1986	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited	tinue serving as ar e value based on hi
	Outside Director. If he is elected as an Outside Director own insight regarding management	ector, we expect ont policy and s Apr. 1986 Sept. 1987	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited Joined Dentsu Institute	tinue serving as ar e value based on hi
	Outside Director. If he is elected as an Outside Director own insight regarding management Nobuko Kawashima (October 27, 1962)	ector, we expected ent policy and sector Apr. 1986	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited Joined Dentsu Institute Research Fellow at Cultural Policy Research	tinue serving as ar e value based on hi
	Outside Director. If he is elected as an Outside Director own insight regarding management Nobuko Kawashima (October 27, 1962) Reelection	ector, we expect ant policy and s Apr. 1986 Sept. 1987 Sept. 1995	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited Joined Dentsu Institute Research Fellow at Cultural Policy Research Center of University of Warwick, UK	tinue serving as an e value based on hi
	Outside Director. If he is elected as an Outside Director own insight regarding management Nobuko Kawashima (October 27, 1962) Reelection Outside	ector, we expect ont policy and s Apr. 1986 Sept. 1987	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited Joined Dentsu Institute Research Fellow at Cultural Policy Research Center of University of Warwick, UK Full-time Lecturer at Faculty of Economics,	e value based on hi
	Outside Director. If he is elected as an Outside Director own insight regarding management Nobuko Kawashima (October 27, 1962) Reelection Outside Independent	ector, we expect nt policy and s Apr. 1986 Sept. 1987 Sept. 1995 Apr. 1999	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited Joined Dentsu Institute Research Fellow at Cultural Policy Research Center of University of Warwick, UK Full-time Lecturer at Faculty of Economics, Doshisha University	tinue serving as ar e value based on hi
	Outside Director. If he is elected as an Outside Director own insight regarding management Nobuko Kawashima (October 27, 1962) Reelection Outside Independent Tenure as Director	ector, we expect ant policy and s Apr. 1986 Sept. 1987 Sept. 1995	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited Joined Dentsu Institute Research Fellow at Cultural Policy Research Center of University of Warwick, UK Full-time Lecturer at Faculty of Economics, Doshisha University Professor at Faculty of Economics, Doshisha	tinue serving as an
	Outside Director. If he is elected as an Outside Director own insight regarding management Nobuko Kawashima (October 27, 1962) Reelection Outside Independent Tenure as Director 1 year	ector, we expect nt policy and s Apr. 1986 Sept. 1987 Sept. 1995 Apr. 1999 Apr. 2004	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited Joined Dentsu Institute Research Fellow at Cultural Policy Research Center of University of Warwick, UK Full-time Lecturer at Faculty of Economics, Doshisha University Professor at Faculty of Economics, Doshisha University (present position)	tinue serving as ar e value based on hi
9	Outside Director. If he is elected as an Outside Director own insight regarding management Nobuko Kawashima (October 27, 1962) Reelection Outside Independent Tenure as Director 1 year Attendance at meetings of the	ector, we expect nt policy and s Apr. 1986 Sept. 1987 Sept. 1995 Apr. 1999	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited Joined Dentsu Institute Research Fellow at Cultural Policy Research Center of University of Warwick, UK Full-time Lecturer at Faculty of Economics, Doshisha University Professor at Faculty of Economics, Doshisha University (present position) External Director of Takara Bio Inc. (present	tinue serving as an
9	Outside Director. If he is elected as an Outside Director own insight regarding management Nobuko Kawashima (October 27, 1962) Reelection Outside Independent Tenure as Director 1 year	ector, we expect nt policy and s Apr. 1986 Sept. 1987 Sept. 1995 Apr. 1999 Apr. 2004 June 2016	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited Joined Dentsu Institute Research Fellow at Cultural Policy Research Center of University of Warwick, UK Full-time Lecturer at Faculty of Economics, Doshisha University Professor at Faculty of Economics, Doshisha University (present position) External Director of Takara Bio Inc. (present position)	tinue serving as an e value based on hi
9	Outside Director. If he is elected as an Outside Director own insight regarding management Nobuko Kawashima (October 27, 1962) Reelection Outside Independent Tenure as Director 1 year Attendance at meetings of the Board of Directors	ector, we expect nt policy and s Apr. 1986 Sept. 1987 Sept. 1995 Apr. 1999 Apr. 2004	et him to provide advice, etc. for increasing corporate strategy from a perspective of corporate management Joined The Long-Term Credit Bank of Japan, Limited Joined Dentsu Institute Research Fellow at Cultural Policy Research Center of University of Warwick, UK Full-time Lecturer at Faculty of Economics, Doshisha University Professor at Faculty of Economics, Doshisha University (present position) External Director of Takara Bio Inc. (present	tinue serving as ar e value based on hi
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- 4. Masahiro Goto currently serves as Outside Director of the Company, and as of the conclusion of this Ordinary General Meeting of Shareholders, he will have served as Outside Director for four (4) years.
- 5. Nobuko Kawashima currently serves as Outside Director of the Company, and as of the conclusion of this Ordinary General Meeting of Shareholders, she will have served as Outside Director for one (1) year.

- 6. The Company has designated and registered Masahiro Sone, Masahiro Goto and Nobuko Kawashima as Independent Officers as stipulated by the Tokyo Stock Exchange. If the election of the said candidates is approved, the Company plans for their designation as Independent Officers to continue.
- 7. The Company has entered into a directors and officers liability insurance policy as provided by Article 430-3, paragraph 1 of the Companies Act with an insurance company. The policy covers losses that may arise in cases where the insured, which includes Directors of the Company, assumes liability incurred in the course of the performance of their duties or claims pertaining to the pursuit of such liability. If each candidate is elected and assumes office as Director, they will be included within the insureds under this insurance policy. Moreover, when the policy is renewed, the Company plans to renew the policy with the same terms.
- 8. Nobuko Kawashima is the name that Ms. Kawashima uses professionally. We have used the same name, as it is widely known. However, her name in her family register is Nobuko Yokoyama.

[Reference] Skills Matrix of Directors and Audit and Supervisory Board Members (In the Case Where All Director Candidates Are Elected at the General Meeting of Shareholders)

		Corporate Manage- ment	Finance/ Account- ing	Legal/ Compli- ance and Risk Manage- ment	Inter- national	DX	Sustain- ability	HR/ HR Develop- ment	Sales/ Market- ing
Director									
Representative Director, President and CEO	Katsuhiko Tokita	•		•	•	•	•	•	•
Representative Director and Senior Operating Officer	Junichi Yamada	•	•	•			•	•	
Representative Director and Senior Operating Officer	Toshinori Nakamura	•	•	•			•		
Director	Katsuo Oguri	•			•		•	•	•
Director	Yasuhiro Fukuda	•	•	•	•	•	•	•	•
Director	Mitsuhaya Suzuki	•			•	•	•	•	•
Outside Director	Masahiro Sone	•			•		•	•	•
Outside Director	Masahiro Goto	•	•	•			•	•	•
Outside Director	Nobuko Kawashima				•		•	•	
Audit & Supervisory Board Member									
Standing Audit and Supervisory Board Member	Takafumi Murata	•	•					•	•
Outside Audit & Supervisory Board Member	Kenji Tateishi		•	•			•		
Outside Audit & Supervisory Board Member	Jiro Amagai	•	•		•			•	•
Outside Audit & Supervisory Board Member	Yoshio Itou	•	•	•				•	•

Note: The above list does not represent all of the knowledge possessed by each person.