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Securities Code: 6727

June 6, 2022

To our shareholders:

Nobutaka Ide  
President and Representative Director  
**Wacom Co., Ltd.**  
2-510-1 Toyonodai, Kazo-shi, Saitama

## Notice of the 39th Ordinary Shareholders' Meeting

We are pleased to announce the 39th Ordinary Shareholders' Meeting of Wacom Co., Ltd. (the "Company") to be held as described below.

If you are unable to attend the meeting in person, you may exercise your voting rights in either of the methods described below. Please review the attached Reference Documents for the Ordinary Shareholders' Meeting and exercise your voting rights.

- 1. Date and Time:** Tuesday, June 28, 2022, at 10:00 a.m. (JST)
- 2. Venue:** Event Hall, first floor, Bellesalle Shinjuku Grand  
8-17-3 Nishishinjuku, Shinjuku-ku, Tokyo

### 3. Purpose of the Meeting

#### Matters to be reported:

1. The Business Report and the Consolidated Financial Statements, and the Audit Report on the Consolidated Financial Statements by the Financial Auditor and the Audit Committee for the 39th fiscal year (April 1, 2021 to March 31, 2022)
2. Non-consolidated Financial Statements for the 39th fiscal year (April 1, 2021 to March 31, 2022)

#### Matters to be resolved:

- |                       |   |
|-----------------------|---|
| <b>Proposal No. 1</b> | Partial Amendment to the Articles of Incorporation                              |
| <b>Proposal No. 2</b> | Election of Six Directors (Excluding Directors Who Are Audit Committee Members) |
| <b>Proposal No. 3</b> | Election of One Director Who Is an Audit Committee Member                       |
| <b>Proposal No. 4</b> | Election of One Substitute Director Who Is an Audit Committee Member            |

### 4. Exercising Your Advance Voting Rights

You can exercise your voting rights in writing or via the Internet, etc. We request that the information be received or completed by 6:00 p.m. on Monday, June 27, 2022.

Exercise of voting rights by mail (voting right exercise form)

Please indicate your approval or disapproval for each proposal in the enclosed voting form and send this form so that it arrives by 6:00 p.m., Monday, June 27, 2022 (JST).

- When you attend the meeting in person, please submit the enclosed voting form at the reception. Please bring the notice of the Ordinary Shareholders' Meeting as reference material for the meeting.
- In accordance with laws and regulations as well as the Articles of Incorporation, Notes to the Consolidated Financial Statements and Notes to the Non-consolidated Financial Statements are posted on the Company's website and are not included in the attached documents of this notice. Therefore, Consolidated Financial Statements or Non-consolidated Financial Statements which the Financial Auditor and the Audit Committee audited include Notes to the Consolidated Financial Statements and Notes to the Non-consolidated Financial Statements posted on the Company's website as well as the documents in this notice.
- In case there are any changes to the Reference Documents for Ordinary Shareholders' Meeting, the Business Report, the Non-consolidated Financial Statements or the Consolidated Financial Statements, revised versions of these documents will be posted on the Company's website.
- The business briefing session will follow the Ordinary Shareholders' Meeting.

Company's website ▶<https://www.wacom.com/>

## Reference Documents for Ordinary Shareholders' Meeting

### Proposal No. 1 Partial Amendment to the Articles of Incorporation

#### 1. Reasons for the Proposals

The Company proposes amending its Articles of Incorporation as follows, in order to prepare for the introduction of a system for providing general shareholder meeting materials in electronic format, in line with the enforcement on September 1, 2022 of the amended provisions in the proviso of Article 1 of the Supplementary Provisions to the Act Partially Amending the Companies Act (Act No. 70 of 2019).

- (1) Under the foregoing Act, it will be obligatory to stipulate in the articles of incorporation that measures to provide information contained in the reference documents for general meetings of shareholders and related documents in electronic format shall be taken. Therefore, the Company proposes establishing a new paragraph 1 of Article 16 in the proposed amendments to the Articles of Incorporation.
- (2) Of the related documents that are subject to the measures to provide information in electronic format, in order to enable the Company to limit the scope of matters to be stated in paper-based format delivered to shareholders who request delivery of materials in such format, to the scope stipulated by the applicable Ministry of Justice ordinance, the Company proposes establishing a new paragraph 2 of Article 16 in the proposed amendments to the Articles of Incorporation.
- (3) Upon the introduction of the system for providing general shareholder meeting materials in electronic format, the provisions of Article 16 in the current Article of Incorporation will not be needed. Therefore, the Company proposes deleting those provisions.
- (4) Article 2 of the supplemental provisions regarding the effect of the above new and deleted provisions are hereby established. The Company proposes deleting Article 2 of these supplementary provisions after the deadline has elapsed.

2. Contents of the amendment  
 Details of the changes are as follows.

(Underlined sections indicate the changes.)

| Current Articles of Incorporation  | Planned Amendments   |
|--|--|
| <p><u>(Internet disclosure of Reference Documents)</u><br/> <u>Article 16</u><br/> <u>The Company may disclose information pertaining to matters to be stated or indicated in the Reference Documents for the Ordinary Meeting of Shareholders, the Financial Statements, the Consolidated Financial Statements and the Business Report via the Internet in accordance with the provisions of the Ministry of Justice Order.</u></p> | <p>(Deleted)</p>   |
| <p>(Newly established)</p>   | <p><u>(Measures to Provide Information in Electronic Format)</u><br/> <u>Article 16</u><br/> <u>(i) The Company shall electronically provide information contained in reference documents and other documents for the general meeting of shareholders in convening the general meeting of shareholders.</u><br/> <u>(ii) Among items for which the measures for providing information in electronic format will be taken, the Company may exclude all or some of those items designated by the Ministry of Justice Order from statements in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents by the record date of voting rights.</u></p>   |
| <p>(Newly established)</p>   | <p>Supplementary Provisions<br/> <u>(Transitional measures regarding providing general shareholder meeting materials in electronic format)</u><br/> <u>Article 2</u><br/> <u>(i) The amendment to the Articles of Incorporation pertaining to Article 16 shall be effective from September 1, 2022, which is the date of enforcement of the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (hereinafter referred to as the “Date of Enforcement”).</u><br/> <u>(ii) Notwithstanding the provision of the preceding paragraph, Article 16 of the pre-amended Articles of Incorporation (Internet Disclosure of Reference Documents) shall remain effective regarding any general meeting of shareholders held on a date within six months from the Date of Enforcement.</u><br/> <u>(iii) This Article shall be deleted on the date when six months have elapsed from the Date of Enforcement or three months have elapsed from the date of the General Shareholders’ Meeting in the preceding paragraph, whichever is later.</u></p> |

**Proposal No. 2** Election of Six Directors (Excluding Directors Who Are Audit Committee Members)

At the conclusion of this meeting, the terms of office of all six Directors (excluding Directors who are Audit Committee Members) will expire. Therefore, the Company proposes the election of six Directors (excluding Audit Committee Members).

| Candidate No. | Candidate's Name |                                     | Current Position at the Company       | Tenure   | Board of Directors' Meeting Attendance |
|---------------|------------------|-------------------------------------|---------------------------------------|----------|--|
| 1             | Nobutaka Ide     | [Reelection]                        | President and Representative Director | 5 years  | 20/20 (100%)                           |
| 2             | Yoichi Machida   | [Reelection]                        | Director                              | 4 years  | 20/20 (100%)                           |
| 3             | Sadao Yamamoto   | [Reelection]                        | Director                              | 23 years | 20/20 (100%)                           |
| 4             | Yukio Usuda      | [Reelection]                        | Director                              | 5 years  | 20/20 (100%)                           |
| 5             | Ken Inazumi      | [Reelection]<br>Outside Independent | Outside Director                      | 4 years  | 20/20 (100%)                           |
| 6             | Mikako Inamasu   | [Reelection]<br>Outside Independent | Outside Director                      | 1 year   | 12/16 (75%)                            |

| Candidate No. | Name<br>Date of birth   | Career summary, position and responsibility in the Company and significant concurrent positions outside the Company  | Number of the Company's shares owned |
|---------------|---|--|--------------------------------------|
| 1             | <p>[Reelection]</p> <p>Nobutaka Ide<br/>(May 19, 1970)</p> <p>(Fiscal Year 2021)<br/>Board of Directors' Meeting Attendance<br/>20/20 (100%)</p>  | <p>Aug. 2013      Joined the Company<br/>General Manager of Technology Marketing Department, Component Business Unit</p> <p>Apr. 2015      VP, Technology Solution Business Unit</p> <p>July 2015      SVP, Technology Solution Business Unit</p> <p>Apr. 2017      EVP in charge of Technology Solution Business Unit and Platform and Application Business Unit</p> <p>June 2017      Director</p> <p>Apr. 2018      President and Representative Director and CEO (current position)</p> <p>Feb. 2021      Representative Director of General Incorporated Association Connected Ink Village (current position)</p> | 49,323 shares                        |
|               | <p>[Reasons for nomination]</p> <p>Nobutaka Ide has contributed to business expansion as the head of marketing related to the technology solution business after joining in 2013 and as the manager in charge of the technology solution business since 2015. He has also led global management of the Group since he assumed the position of President and Representative Director and CEO of the Company in April 2018.</p> <p>The Company proposes his reelection as Director based on the judgment that he will be able to lead the entire Company and improve its corporate value by embodying the Company's vision.</p> <p>[To our shareholders]</p> <p>Since my appointment as CEO in 2018, I have been promoting the Wacom's Medium-term Business Direction Chapter 3 based on the philosophy of Life-long ink (Providing meaningful experiences for people and society over the long term)." Through Wacom's business activities, in addition to business growth, it is my hope that I can contribute to the creation of something like a new "culture" that is very important for people and society. Although I, myself, am not a professional creator, I enjoy playing instruments and writing lyrics, and on my days off I most enjoys doing collaborative creative work with my daughter, who is a contemporary dancer. Together with our shareholders, customers, and partners, I will strive to do my utmost to engage in meaningful growth.</p>  |  |                                      |
| 2             | <p>[Reelection]</p> <p>Yoichi Machida<br/>(Sept 8, 1962)</p> <p>(Fiscal Year 2021)<br/>[Board of Directors' Meeting Attendance]<br/>20/20 (100%)</p>  | <p>Jan. 2018      Joined the Company<br/>SVP, Finance</p> <p>Apr. 2018      EVP and CFO (current position)</p> <p>June 2018      Director of the Company (current position)</p>  | 13,394 shares                        |
|               | <p>[Reasons for nomination]</p> <p>Yoichi Machida possesses extensive experience from serving as the head of finance at a business corporation before joining the Company. Since joining the Company in January 2018, besides leading the Company's business administration, fund management, and account settlement tasks as the head of finance, he also serves as head of IR, which is the contact point with investors.</p> <p>The Company proposes his continued election as Director based on the judgment that his extensive experience as the head of finance and knowledge of finance and economics can be utilized in the management of the Company.</p> <p>[To our shareholders]</p> <p>I believe that management is an activity to provide the most appropriate reply to questions for which there is no right answer. Directors will undertake their duties with drive and a sense of responsibility, bearing in mind that they are the body for that purpose. However, drive and a sense of responsibility alone are not enough to fulfill that mandate. Wacom will strive to determine the essence of questions and will strive to lead to the most appropriate reply with an attitude of not falling into shortsightedness, observing the various dimension of things from multiple perspectives, and pursuing the truth of arguments.</p> <p>As Chief Financial Officer, with an eye on the future of Wacom, I will contribute to enhancing corporate value by preparing one step ahead of our business activities and enhancing our communications.</p> |  |                                      |

| Candidate No. | Name<br>Date of birth   | Career summary, position and responsibility in the Company and significant concurrent positions outside the Company  | Number of the Company's shares owned |
|---------------|---|--|--------------------------------------|
|               | <p>[Reelection]</p> <p>Sadao Yamamoto<br/>(April 13, 1961)</p> <p>(Fiscal Year 2021)<br/>[Board of Directors' Meeting Attendance]<br/>20/20 (100%)</p>  | <p>Mar. 1987      Joined the Company</p> <p>Apr. 1998      General Manager of Basic Development, ESD</p> <p>June 1999      Director</p> <p>June 2004      Director and Operating Officer in charge of R&amp;D</p> <p>Apr. 2010      Director, Operating Officer and General Manager of R&amp;D Office</p> <p>Apr. 2014      Director, Operating Officer and Division General Manager of Technology Development Division</p> <p>Apr. 2015      Director and Chief Technology Officer (current position)</p> | <p>764,172 shares</p>                |
| <p>3</p>      | <p>[Reasons for nomination]</p> <p>Sadao Yamamoto has been engaged in managing the development of technologies that are fundamental to the Company's products since 1998. He is well versed in the Company's technologies and possesses abundant knowledge. The Company proposes his continued election as Director based on the judgment that his experience as the technology development manager and knowledge of the Company's fundamental technologies can be utilized in the technology development sector of the Company.</p> <p>[To our shareholders]</p> <p>Wacom develops and sells products placing great importance on digitizers as a realization of its life-long ink philosophy. Unlike a keyboard and mouse, these devices are used by many creators because they allow them to use delicate movements to create on the computer. However, these devices are not yet perfected enough to be used by professionals, and the company is working daily to develop the technology. In order to support the creative activities of creators, software and services for effective use of hardware have become indispensable, and we are engaging in new technological fields such as AI, 3D, and CRI. To that end, it has become important to work strategically with partner companies in addition to traditional in-house development, and a wide-ranging understanding of markets is required. I have been deeply engaged in technology and product development for about 35 years, and I will use my knowledge to participate in discussions so that the Board of Directors can make the best decisions in the initiatives not only for existing tablets, but also for future development in new areas.</p> |  |                                      |

| Candidate No. | Name<br>Date of birth  | Career summary, position and responsibility in the Company and significant concurrent positions outside the Company   | Number of the Company's shares owned |
|---------------|--|---|--------------------------------------|
| 4             | [Reelection]<br><br>Yukio Usuda<br>(December 8, 1968)<br><br>(Fiscal Year 2021)<br>[Board of Directors' Meeting Attendance]<br>20/20 (100%)  | Jan. 2005      Joined the Company<br>Apr. 2009      General Manager of Global Marketing and Sales Division, Business Administration Office<br>Apr. 2015      VP, CEO Office<br>Apr. 2017      EVP (current position)<br>In charge of Corporate Strategy<br>June 2017      Director (current position)<br>June 2021      In charge of IT, Legal, Intellectual property and Corporate planning (current position) | 21,561 shares                        |
|               | <p>[Reasons for nomination]<br/>Yukio Usuda has been involved in the Company's strategy and business planning development as the head of the division managing the Company's core business since 2009 and as the head of the planning and strategy division for the entire Company since 2015. After he assumed the position of Director, he has been the head of the corporate planning division and the IT division, as well as being in charge of establishing a system for compliance with personal information protection laws and regulations for each country, such as developing the system that protects privacy of the Company's customer's etc. under EU's General Data Protection Regulation.<br/>The Company proposes his reelection as Director based on the judgment that his previous experience can be utilized in the enhancement of the strategy development function, which will become increasingly important for the Company in the future.</p> <p>[To our shareholders]<br/>The world is undergoing many changes due to the analysis and utilization of big data by AI and other means. The Company is also aiming to provide new value to its customers by utilizing the data generated from digital pens and digital ink. Meanwhile, a relationship of trust with the data provider, including consideration of privacy, is important for the use of data. As I work with the legal and information systems I am in charge of, I am engaged in the data privacy project with the cooperation of the business side of the company.<br/>The world is undergoing rapid changes in many areas at an incredible pace, but on the other hand, I believe that there are many things that will remain the same. The creative activities such as drawing and writing have a long history spun by mankind, and I believe that they will continue to have value in the future as well.<br/>The Company is committed to continuing to contribute to the creation of value for its customers through technology.</p> |   |                                      |

| Candidate No. | Name<br>Date of birth   | Career summary, position and responsibility in the Company and significant concurrent positions outside the Company   | Number of the Company's shares owned |
|---------------|---|---|--------------------------------------|
|               | <p>[Reelection]<br/>Outside<br/>Independent</p> <p>Ken Inazumi<br/>(January 22, 1974)</p> <p>(Fiscal Year 2021)<br/>[Board of Directors' Meeting<br/>Attendance]<br/>20/20 (100%)</p>   | <p>Jan. 2010 Director, AlixPartners Asia LLC</p> <p>Jan. 2012 Operating Officer and Management Planning Manager, NHN JAPAN Corp. (currently LINE Corporation)</p> <p>Apr. 2013 Director and COO, NHN PlayArt Corporation (current NHN JAPAN Corp.)</p> <p>Feb. 2014 President and CEO</p> <p>Oct. 2015 President and CEO, NHN Techorus Corporation</p> <p>Mar. 2017 Corporate Executive Officer, transcocosmos inc.</p> <p>Dec. 2017 Senior Corporate Executive Officer</p> <p>June 2018 Outside Director of the Company (current position)</p> <p>June 2019 Director and Senior Corporate Executive Officer, transcocosmos inc.</p> <p>June 2021 President and Representative Director, XPRICE Inc. (current position)</p> | -                                    |
| 5             | <p>[Reasons for nomination and overview of expected roles]</p> <p>Ken Inazumi has experience as an Officer, including as a President and Representative Director, at a business corporation and continues to serve as President and Representative Director of a business corporation, where he is responsible for strategic planning and execution, investor relations, and promotion of alliances. After he assumed the position of outside Director of the Company, he has been providing advice from an independent standpoint on nominations of candidates for the Company's Directors and policy on remunerations for Directors as member of the Nominating Committee and the Remuneration Committee.</p> <p>The Company proposes his reelection as outside Director in the expectation that his previous experience and extensive knowledge in the IT industry will enable him to continue providing guidance to the Company's Managing Directors and advice concerning the Company's business.</p> <p>[To our shareholders]</p> <p>I launched a comic book app about 10 years ago and have supported many artists. I was emotionally moved by the many exciting works of art produced by the Wacom products used by the artists, and by their ability to attract millions of happy people every day.</p> <p>In addition to comic apps, I have been involved in both B2C (top-class services in each country, including games, e-commerce, messenger, etc.) and B2B (DX support for various industries) based on "Digital x management." With the knowledge I have accumulated through the launch and commercialization of the service, I am participating in this project with the hope of contributing to the creation of value for Wacom.</p> <p>Also, to further increase the value of Wacom to our stakeholders, I will continue to contribute not only from a business perspective, but also from the perspectives of corporate finance, the environment, and other areas.</p> |   |                                      |



| Candidate No. | Name<br>Date of birth   | Career summary, position and responsibility in the Company and significant concurrent positions outside the Company  | Number of the Company's shares owned |
|---------------|---|--|--------------------------------------|
|               | <p>[Reelection]<br/>Outside<br/>Independent</p> <p>Mikako Inamasu<br/>(April 12, 1960)</p> <p>(Fiscal Year 2021)<br/>[Board of Directors' Meeting<br/>Attendance]<br/>12/16 (75%)</p>   | <p>Apr. 1983      Joined FUJITSU LIMITED</p> <p>Nov. 1993      Director, HR Institute Co., Ltd.</p> <p>Apr. 2005      Professor, Business Management, Business Breakthrough Graduate School (current position)</p> <p>Oct. 2005      Executive Vice President, HR Institute Co., Ltd.</p> <p>Oct. 2013      President and Representative Director</p> <p>Dec. 2017      President, HR INSTITUTE USA, INC. (current position)</p> <p>Jun. 2019      Councilor, General Incorporated Association Thunderbird School of Global Management (current position)</p> <p>Jan. 2020      Chief Executive Officer, HR Institute Co., Ltd.</p> <p>June 2021      Outside Director of the Company (current position)</p> | <p>12,000 shares</p>                 |
| 6             | <p>[Reasons for nomination and overview of expected roles]</p> <p>After working at FUJITSU LIMITED as a system engineer, Mikako Inamasu studied abroad at the Thunderbird School of Global Management in the USA and obtained a MBA degree. In 1993, she founded HR Institute Co., Ltd. and offers consulting services on business strategies and corporate trainings. She served as President and CEO of HR Institute Co., Ltd. After she assumed the position of outside Director of the Company, she has been providing advice from an independent standpoint on nominations of candidates for the Company's Directors and policy on remunerations for Directors as member of the Nominating Committee and the Remuneration Committee.</p> <p>The Company proposes her reelection as outside Director in the expectation that her previous knowledge of business administration and experience as a corporate manager will enable her to continue providing guidance to the Company's Managing Directors and advice concerning the Company's business.</p> <p>[To our shareholders]</p> <p>It is a great honor to be a Director and to be involved in the management of the company since last year. Wacom is a group that is continually exploring and challenging the golden balance.</p> <p>There is a corporate culture of sublimating the coexistence of Japan and the rest of the world, existing and new, hardware and software, and so on, not as a compromise, but as a positive value. I myself am in charge of new value-creation management at the graduate school, and Wacom is the perfect research subject. Also, I retired in April as the representative of the company I ran for 30 years as a founding member, and will be establishing a foundation to engage in these activities. The fusion of the for-profit and non-profit sectors will make the world a better place - and I want to create such a future. It is my hope to contribute to Wacom's challenge of Meaningful Growth through the dimension of "people."</p> |  |                                      |

- Notes:
1. There is no special interest between any of the candidates and the Company.
  2. Ken Inazumi and Mikako Inamasu are candidates for outside Director.
  3. At the conclusion of this meeting, Ken Inazumi and Mikako Inamasu tenure as Outside Directors will have been four years and one year, respectively.
  4. Since Mikako Inamasu was elected at the 38th Ordinary General Meeting of Shareholders held on June 29, 2021, the number of meetings of the Board of Directors differs from that of other directors. The number of Meetings of the Board of Directors held after her appointment is 16.
  5. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Ken Inazumi and Mikako Inamasu to limit their liability for damages under Article 423, paragraph (1) of the Companies Act to the greater of ¥1.0 million or the amount provided for by Article 425, paragraph (1) of the same Act. If their reelections are approved, the Company plans to renew the aforementioned agreement with them.
  6. The Company has submitted notification to the Tokyo Stock Exchange that Ken Inazumi and Mikako Inamasu have been designated as independent officers as provided for by the aforementioned exchange.
  7. Pursuant to the provisions of Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance policy with an insurance company. If the insured, including the Company's Directors, sustains economic loss due to being the subject of claim for damages related in his/her execution of operation, he/she shall be reimbursed by said insurance policy (however, excluding claim for damages that results in illegal actions by the Director). If each of the candidates assumes the position of Director, each of them will be insured under said insurance policy. The Company plans to renew said insurance policy with the same conditions as above.

**Proposal No. 3** Election of One Director Who Is an Audit Committee Member

At the conclusion of this meeting, the term of office of Director Shigeki Higashiyama who is an Audit Committee Member will expire. Therefore, the Company proposes the election of one Director who is an Audit Committee Member.

In addition, the consent of the Audit Committee has been obtained for this proposal.

The candidate for Director who is an Audit Committee Member is as follows.

| Name<br>Date of birth  | Career summary, position and responsibility in the Company and significant concurrent positions outside the Company  | Number of the Company's shares owned |
|--|--|--------------------------------------|
| <p>[Reelection]<br/>Outside<br/>Independent</p> <p>Shigeki Higashiyama<br/>(February 15, 1958)</p> <p>(Fiscal Year 2021)<br/>[Board of Directors' Meeting<br/>Attendance]<br/>20/20 (100%)<br/>[Attendance of Audit Committee<br/>meetings]<br/>12/12 (100%)</p>   | <p>Apr. 1982      Joined Nomura Research Institute, Ltd.<br/>Oct. 2000      President, Nomura Research Institute Hong Kong<br/>                    President, Nomura Research Institute Singapore<br/>Apr. 2005      Head of Corporate Planning Division, Nomura Research<br/>                    Institute, Ltd.<br/>Apr. 2006      Senior Managing Director and Head of Personnel Division<br/>May 2008      Senior Managing Director and Division Manager of Asia<br/>                    Region<br/>                    Director, iVision Shanghai Co., Ltd.<br/>Apr. 2012      Senior Managing Director and Division Manager of China<br/>                    &amp; Asia Region<br/>Apr. 2015      Senior Corporate Managing Director<br/>                    President of Nomura Research Institute Asia Pacific Private<br/>                    Limited<br/>Apr. 2016      Counselor<br/>June 2018      Outside Director (Audit Committee Member) of the<br/>                    Company (current position)</p> | <p>10,000 shares</p>                 |
| <p>[Reasons for nomination and overview of expected roles]<br/>At Nomura Research Institute, Ltd., Shigeki Higashiyama has served as the company's Head of Corporate Planning and Human Resources, and has extensive experience working abroad and with global businesses. Since his appointment as an outside Director who is an Audit Committee Member of the Company, he has served as chairperson of the Audit Committee, chairperson of the Remuneration Committee, and member of the Nominating Committee, and has been central to the Audit Committee audit and the determination of the Company's director compensation policy, and has advised the Company from an independent standpoint on nominations of candidates for Directors. In the expectation that he will apply his experience and extensive knowledge of management to the duties as an outside Director who is an Audit Committee Member of the Company, the Company proposes his continued election as an outside Director who is an Audit Committee Member.</p> <p>[To our shareholders]<br/>Wacom team members (we call our employees team members) are all brimming with love and passion. We have a love for our own products, a desire to think through the usability of Wacom's customers, creators and individual and corporate users around the world, and a warm feeling for our colleagues and families, as well as a concern for the environment and the earth as a manufacturing company. My love and passion for Wacom is also as great as any of my team members. In addition to the passion demonstrated by our team members, it is my desire to maximize Wacom's corporate value by implementing more extensive corporate controls, to meet the expectations of our shareholders, and as a corporate citizen, to make Wacom a truly global company that is earth-friendly with a wealth of diversity</p> |  |                                      |

- Notes:
1. There is no special interest between any of the candidates and the Company.
  2. Shigeki Higashiyama is a candidate for outside Director.
  3. At the conclusion of this meeting, Shigeki Higashiyama's tenure as an outside Director who is also an Audit Committee Member will have been four years.
  4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Shigeki Higashiyama to limit his liability for damages under Article 423, paragraph (1) of the Companies Act to the greater of ¥1.0 million or the amount provided for by Article 425, paragraph (1) of the same Act. If his reelection is approved, the Company plans to renew the aforementioned agreement with him.
  5. The Company has submitted notification to the Tokyo Stock Exchange that Shigeki Higashiyama has been designated as an independent officer as provided for by the aforementioned exchange.
  6. Pursuant to the provisions of Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance policy with an insurance company. If the insured, including the Company's Directors who are Audit Committee Members, sustains economic loss due to being the subject of claim for damages related in his execution of operation, he shall be reimbursed by said insurance policy (however, excluding claim for damages that results in illegal actions by the Director). If the candidates who are Audit Committee Members assume the position of Director, each of them will be insured under said insurance policy. The Company plans to renew said insurance policy with the same conditions as above.

**Proposal No. 4** Election of One Substitute Director Who Is an Audit Committee Member

The Company requests approval for the election of one substitute Director who is an Audit Committee Member to be ready to fill a vacant position should the number of Directors who are Audit Committee Members fall below the number required by laws and regulations.

In addition, the consent of the Audit Committee has been obtained for this proposal.

The candidate for the role of substitute Director who is an Audit Committee Member is as follows.

| Name<br>Date of birth   | Career summary, position and responsibility in the Company and significant concurrent positions<br>outside the Company  |  |
|---|---|--|
| Outside<br>Independent<br><br>Ken Inazumi<br>(January 22, 1974) | Jan. 2010   | Director, AlixPartners Asia LLC  |
|   | Jan. 2012   | Operating Officer and Management Planning Manager, NHN JAPAN Corp.<br>(currently LINE Corporation) |
|   | Apr. 2013   | Director and COO, NHN PlayArt Corporation (current NHN JAPAN Corp.)                                |
|   | Feb. 2014   | President and Representative Director  |
|   | Oct. 2015   | President and CEO, NHN Techorus Corporation  |
|   | Mar. 2017   | Corporate Executive Officer, transcocosmos inc.  |
|   | Dec. 2017   | Senior Corporate Executive Officer   |
|   | June 2018   | Outside Director of the Company (current position)   |
|   | June 2019   | Director and Senior Corporate Executive Officer, transcocosmos inc.                                |
|   | June 2021   | President and Chief Executive Officer (Representative), XPRICE Inc. (current<br>position)          |
|   | [Reasons for nomination and overview of expected roles]<br>Ken Inazumi has experience as an Officer, including as a President and Representative Director, at a business corporation and continues to serve as President and Representative Director of a business corporation, where he is responsible for strategic planning and execution, investor relations, and promotion of alliances. After he assumed the position of outside Director of the Company, he has been providing advice from an independent standpoint on nominations of candidates for the Company's Directors and policy on remunerations for Directors as member of the Nominating Committee and the Remuneration Committee.<br>In the expectation that he will apply his knowledge and experience in the IT industry and his knowledge of the Company's business as an outside Director of the Company to the duties of an outside Director who is an Audit Committee Member of the Company, the Company proposes his continued election as a substitute an outside Director who is an Audit Committee Member. |  |

- Notes:
1. There is no special interest between any of the candidates and the Company.
  2. Ken Inazumi is a candidate for substitute outside Director who is an Audit Committee Member.
  3. At the conclusion of this meeting, Ken Inazumi's tenure as outside Director of the Company will have been four years.
  4. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into an agreement with Ken Inazumi to limit his liability for damages under Article 423, paragraph (1) of the Companies Act to the greater of ¥1.0 million or the amount provided for by Article 425, paragraph (1) of the same Act. If he assumes the position of outside Director who is an Audit Committee Member, the Company plans to renew the aforementioned agreement with him.
  5. The Company has submitted notification to the Tokyo Stock Exchange that Ken Inazumi has been designated as an independent officer as provided for by the aforementioned exchange.
  6. Pursuant to the provisions of Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance policy with an insurance company. If the insured, including the Company's Directors who are Audit Committee Members, sustains economic loss due to being the subject of claim for damages related in his execution of operation, he shall be reimbursed by said insurance policy (however, excluding claim for damages that results in illegal actions by the Director). If the candidates who are Audit Committee Members assume the position of outside Director, each of them will be insured under said insurance policy. The Company plans to renew said insurance policy with the same conditions as above.

[Reference] Criteria for the independence of outside Directors

The Company establishes the following criteria for the independence of outside Directors and elects candidates as outside Directors who are independent from the Company in the event that they are judged to not fall under any of the items.

- (i) During the ten years preceding their appointment, the candidate has served as a Director (excluding outside Directors), Auditor (excluding outside Auditors), Operating Officer or employee of the Company or a Company subsidiary
- (ii) The candidate is a shareholder who currently holds or has held 10% or more of the Company voting rights within the past five years, or if the relevant shareholder is a corporation, the candidate was a major shareholder or a director, auditor, accounting advisor, corporate officer, operating officer, manager, or other employee of the relevant shareholder or its parent company or subsidiary
- (iii) The candidate was a customer, or a director, auditor, accounting advisor, corporate officer, operating officer, manager, or other employee of the relevant customer, which made a payment equivalent to 2% or more of the Company's annual consolidated sales during the Company's most recent fiscal year or within the past three fiscal years
- (iv) The candidate was a supplier, or a director, auditor, accounting advisor, corporate officer, operating officer, manager, or other employee of the relevant supplier, which received a payment from the Company that was equivalent to 2% or more of the supplier's annual consolidated sales during the fiscal year concerned or within the past three fiscal years
- (v) The candidate was a member or an employee of the auditing firm, which was the Company's accounting auditor within the past three years
- (vi) The candidate is an attorney-at-law, certified public accountant, certified public tax accountant, or other consultant who has received money and other economic benefits amounting to ¥10 million or more per year on average over the past three years in addition to the Director's remuneration from the Company
- (vii) The candidate was affiliated with a corporation or an organization such as a union in the past three years which received donations of ¥10 million or more from the Company within the past three years
- (viii) The candidate is a spouse, relative within the second degree of kinship, or a cohabiting relative of a person who falls under items (i) through (vii) above

[Reference] The status of the activities of the directors who are Audit Committee Members, who are not up for re-election at this Ordinary Meeting

The status of the activities of the directors who are Audit Committee Members, who are not up for re-election at this Ordinary Meeting, is as follows.

| Name<br>Date of birth   | Career summary, position and responsibility in the Company and significant concurrent positions outside the Company  | Number of the Company's shares owned |
|---|--|--------------------------------------|
| Outside Independent<br><br>Takashi Kamura<br>(November 16, 1950)<br><br>(Fiscal Year 2021)<br>[Board of Directors' Meeting Attendance]<br>19/20 (95%)<br>[Attendance of Audit Committee meetings]<br>12/12 (100%)   | Apr. 1975     Judicial apprentice<br>Apr. 1977     Appointed as a judge<br>May 1983     Registered as an attorney-at-law<br>Apr. 1985     Established Kamura Law Office (currently Urbantry Law Office)<br>Representative (current position)<br>June 2002    Outside Auditor of the Company<br>Nov. 2014    Outside Director, AZUMA Co., Ltd. (current position)<br>June 2015    Outside Director (Audit Committee Member) of the Company (current position) | -                                    |
| <p>[Status of Activities]<br/>           Takashi Kamura possesses legal knowledge and extensive experience as an attorney-at-law. Besides performing audits as an outside Director who is an Audit Committee Member of the Company, he also serves as chairperson of the Nominating Committee and member of the Remuneration Committee, and has been providing advice from an independent standpoint mainly on nominations of candidates for the Company's Directors, also on policy on remunerations for Directors. The Company expects that he will perform audits on Directors' operations and on business of the Company from legal perspective and the perspective of compliance, based on his experience as an attorney-at-law.</p> <p>[To our shareholders]<br/>           I have "experienced" Wacom over the years. It is thoroughly creative in its thinking, and global in its scope. As a human interface device that supports the human action of writing, the product is conducive to an in-depth interaction with the machine. The company is now in the midst of Chapter 3, and is heading towards even greater heights. It is the embodiment of a broad and deep humanity, and it is not limited to the fields of education and the arts, which have been the focus of attention, but the company's business itself is an activity that contributes to the fulfillment of our moment to moment lives. As I am a member of the Audit Committee, I shall support this philosophy from the perspective of compliance, and I intend to fulfill my duty of loyalty to the company so that it will not merely conform to the letter of the law, but will also contribute to higher principles that are immutable to mankind.</p> |  |                                      |

| Name<br>Date of birth  | Career summary, position and responsibility in the Company and significant concurrent positions outside the Company  | Number of the Company's shares owned |
|--|--|--------------------------------------|
| <p style="text-align: center;">Outside<br/>Independent</p> <p style="text-align: center;">Osamu Hosokubo<br/>(February 3, 1961)</p> <p style="text-align: center;">(Fiscal Year 2021)</p> <p>[Board of Directors' Meeting Attendance]<br/>20/20 (100%)</p> <p>[Attendance of Audit Committee meetings]<br/>12/12 (100%)</p>  | <p>Apr. 1983 Nippon Trust Bank Co., Ltd. (currently Mitsubishi UFJ Trust and Banking Corporation)</p> <p>July 1989 Joined JAPAN-ASEAN Investment Co., Ltd. (currently Japan Asia Investment Co., Ltd.)</p> <p>Apr. 2005 Executive Officer</p> <p>June 2007 Director</p> <p>June 2012 President and CEO</p> <p>July 2017 CEO, Great Asia Capital &amp; Consulting LLC (current position)</p> <p>Oct. 2017 Outside Director, SHIKIGAKU. Co., Ltd. (current position)</p> <p>Nov. 2017 Outside Director, Saisan Co., Ltd. (current position)</p> <p>Dec. 2018 Outside Auditor, Malignant Tumor Treatment Technologies, Inc. (current position)</p> <p>June 2019 Outside Director (Audit Committee Member) of the Company (current position)</p> <p>Mar. 2020 Outside Director, Roland DG Corporation (current position)</p> <p>Nov. 2020 Outside Director, ANSeeN Inc. (current position)</p> | <p>1,000 shares</p>                  |
| <p>[Status of Activities]</p> <p>Osamu Hosokubo was appointed as President &amp; CEO of Japan Asia Investment Co., Ltd., which provides investment and business support for venture companies both in Japan and overseas, after serving as the manager of business operations. Since relinquishing this position, he established Great Asia Capital &amp; Consulting LLC, where he serves as CEO.</p> <p>Besides performing audits as an outside Director who is an Audit Committee Member of the Company, he also has been providing advice from an independent standpoint on nominations of candidates for the Company's Directors and policy on remunerations for Directors as member of the Nominating Committee and the Remuneration Committee. He has gained abundant experience in and knowledge of investments and business support in Japan and overseas, and has fulfilled the role of an outside Director of another company. In the expectation that he will be able to utilize such experience in the duties as an outside Director who is an Audit Committee Member of the Company, the Company proposes his election as an outside Director who is an Audit Committee Member.</p> <p>[To our shareholders]</p> <p>I believe that the Company is one of the few truly global companies in Japan today that combines world-class technology and brand power. Leveraging its technological and brand power, the Company is also actively involved in alliances with cutting-edge companies around the world, and has a truly motivated workforce that simultaneously aims to improve the usability of its pens and grow as a business</p> <p>As an outside Director who is an Audit Committee Member of the Company, I will oversee the financial and governance aspects of the company. I will also fully utilize my enterprising spirit and flexible ideas cultivated in the venture capital industry, as well as my experience as a manager and international outlook, to support the company's sustainable growth and increase its corporate value over the medium to long term, thereby meeting the expectations of our shareholders.</p> |  |                                      |

The areas of expectations for Directors who are Audit Committee Members of the Company (management structure after approval)

Policies and procedures for the Meeting of the Board of Directors' election and removal of senior management and nomination of director candidates

Wacom has formulated a Medium-term Business Direction, Wacom Chapter 3, with the final year being the 42nd fiscal year (ending March 31, 2025). In the new Medium-term Business Direction, while maintaining the vision of "Life-long Ink," we will create valuable experiences based on technology, deliver them to our customers, learn together with diverse communities (brought together from different cultures and industries), and link technological innovation to the realization of a sustainable society in line with our five strategic axes. We will strive to develop and implement measures that we believe will lead to the realization of a sustainable society through technological innovation, all of which will lead to the growth of our many partners who share our vision, as well as a diverse and multifaceted society as a whole.

It is with this intention that we have selected the Directors, whose skills matrix is as follows.

|  | Nobutaka Ide                          | Yoichi Machida | Sadao Yamamoto | Yukio Usuda |
|--|---------------------------------------|----------------|----------------|-------------|
| Position                                     | President and Representative Director | Director       | Director       | Director    |
| Tenure                                       | 5 years                               | 4 years        | 23 years       | 5 years     |
| Management                                   | ●                                     | -              | -              | -           |
| Overseas Business                            | ●                                     | ●              | -              | ●           |
| Finance / Accounting                         | -                                     | ●              | -              | -           |
| Human Resources / Organizational Development | -                                     | -              | -              | -           |
| Diversity & Inclusion                        | ●                                     | -              | -              | -           |
| Legal & Compliance                           | -                                     | -              | -              | ●           |
| Risk Management                              | -                                     | -              | -              | ●           |
| Inherent Technologies                        | ●                                     | -              | ●              | -           |
| Community Engagement*1                       | ●                                     | -              | -              | -           |
| Digital Services *2                          | ●                                     | -              | ●              | ●           |

|  | Ken Inazumi      | Mikako Inamasu   | Shigeki Higashiyama | Takashi Kamura   | Osamu Hosokubo   |
|--|------------------|------------------|---------------------|------------------|------------------|
| Position                                     | Outside Director | Outside Director | Outside Director    | Outside Director | Outside Director |
| Tenure                                       | 4 years          | 1 year           | 4 years             | 7 years          | 3 years          |
| Management                                   | ●                | ●                | -                   | -                | ●                |
| Overseas Business                            | -                | -                | ●                   | -                | ●                |
| Finance / Accounting                         | -                | -                | -                   | -                | ●                |
| Human Resources / Organizational Development | -                | ●                | ●                   | -                | -                |
| Diversity & Inclusion                        | -                | ●                | -                   | -                | -                |
| Legal & Compliance                           | -                | -                | -                   | ●                | -                |
| Risk Management                              | -                | -                | -                   | ●                | -                |
| Inherent Technologies                        | -                | -                | -                   | -                | -                |
| Community Engagement*1                       | ●                | -                | -                   | -                | -                |
| Digital Services*2                           | ●                | -                | -                   | -                | -                |

Notes: The definitions of the items unique to the Company's Directors' Skills Matrix are as follows.

\*1 Community Engagement is based on such things as knowledge of community building and ecosystem development, which are key elements of the Medium-term Business Direction Wacom Chapter 3.

\*2 Digital Services is based on our IT experience as well as our knowledge of the industry and technology.