

Securities Code: 57150

June 7, 2022

To our shareholders:

Minoru Nakatogawa  
President & Representative Director  
**Furukawa Co., Ltd.**  
6-4, Otemachi 2-chome, Chiyoda-ku, Tokyo

### **Notice of the 155th Annual Shareholders' Meeting**

The 155th Annual Shareholders' Meeting of Furukawa Co., Ltd. (the "Company") will be held as indicated below. After careful consideration and in response to the current status of the novel coronavirus, we have decided to hold this year's Annual Shareholders' Meeting with appropriate measures for prevention of infection put in place. If you do not attend the Meeting, we kindly request that you exercise your voting rights after reviewing the Reference Documents for Shareholders' Meeting, either by returning the enclosed voting form indicating approval or disapproval or by electronic means (via the Internet, etc.) to reach us no later than **5:00 p.m. on Tuesday, June 28, 2022 (JST)**.

- 1. Date and Time:** Wednesday, June 29, 2022, at 10:00 a.m. (JST) (Reception starts at 9:00 a.m.)
- 2. Venue:** 11th floor, Company's Conference Room, Tokiwabashi Tower  
6-4, Otemachi 2-chome, Chiyoda-ku, Tokyo

### **3. Purpose of the Meeting**

#### **Matters to be reported:**

1. Business Report, Consolidated Financial Statements and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the 155th fiscal year (from April 1, 2021 to March 31, 2022)
2. The Non-Consolidated Financial Statements for the 155th fiscal year (from April 1, 2021 to March 31, 2022)

#### **Matters to be resolved:**

- |                       |                                                     |
|-----------------------|-----------------------------------------------------|
| <b>Proposal No. 1</b> | Appropriation of Surplus                            |
| <b>Proposal No. 2</b> | Partial Amendments to the Articles of Incorporation |
| <b>Proposal No. 3</b> | Election of Nine (9) Directors                      |

### **Requests to Shareholders**

**Taking the status of the novel coronavirus outbreak into account, we respectfully request that you consider refraining from attending the Meeting on June 29, 2022, regardless of your health conditions, and exercise your voting rights either in writing or via the Internet, etc., in advance.**

- We strongly recommend that people at high risk of infection, including senior citizens, those with underlying disease (such as diabetes, heart failure or respiratory disease) and pregnant women not attend the Meeting this year.
- Additionally, even in the event that you are not considered high risk as per the above, please be cautious and consider not attending the Meeting if you feel anxious or unsafe.
- If you have a high fever, suffer from symptoms such as coughing, or suspect that you have contracted the novel coronavirus or other contagious diseases, please avoid visiting the venue. We may deny such people entry for prevention of infection.

- We will omit some matters to be reported and explanations of matters to be resolved on the floor at the Annual Shareholders' Meeting from the viewpoint of shortening the Meeting to prevent the spread of infection. If you attend the Meeting, please review the Reference Documents for Shareholders' Meeting prior to the Meeting.
- Meeting content is subject to change depending on the status of infections and future announcements, etc., from the Government in the run-up to the Meeting. Please check updated information on the Company's website, noted below, as appropriate.

[https://www.furukawakk.co.jp/ir/stock/meeting\\_info.html](https://www.furukawakk.co.jp/ir/stock/meeting_info.html) (Japanese)

### **Preventive Measures to be Taken on the Meeting Day**

- The proceedings of the Meeting will be shortened compared with normal years.
- Alcohol-based hand sanitizers will be prepared for visiting shareholders near reception.  
(Visiting shareholders are requested to bring and wear face masks if possible.)
- If you are deemed to be ill with symptoms such as coughing or a high fever before entering the venue, you may be denied entry.
- In order to maintain physical distance between seats in the venue, the number of seats available will be limited.
- Staff assisting in operational aspects of the Meeting will have their health checked and wear face masks when attending to shareholders.

### **No gifts will be offered to shareholders participating in the Meeting.**

**Whereas we will take infection prevention measures as thoroughly as possible in the venue, we respectfully ask shareholders who are planning or considering attending the Meeting to use careful judgment on attendance from the perspective of health and safety.**

If there are any revisions to the Reference Documents for Shareholders' Meeting, Business Report and/or Consolidated and Non-Consolidated Financial Statements, such revisions will be posted on the Company's website.

The Company's website (Information Page of Shareholders' Meeting)

[https://www.furukawakk.co.jp/ir/stock/meeting\\_info.html](https://www.furukawakk.co.jp/ir/stock/meeting_info.html) (Japanese)

<https://www.furukawakk.co.jp/en/ir/> (English)

### **How to Exercise Voting Rights:**

#### 1. If you attend the Meeting

- Please submit the voting form to the receptionist at the venue. (Seals are not required.)
- For the purpose of saving resources, please bring this Notice with you to the Meeting.
- If you exercise your voting rights by proxy, you can delegate your voting rights to one (1) proxy who is a shareholder of the Company with voting rights. In such case, please have the proxy submit a document evidencing the authority of proxy to the receptionist at the venue.

Date and Time of the Meeting: Wednesday, June 29, 2022, at 10:00 a.m. (JST) (Reception starts at 9:00 a.m.)

#### 2. If you do not attend the Meeting

- If you wish to exercise your voting rights by mail:

Please indicate approval or disapproval on the enclosed voting form, and post it without affixing a stamp.

Voting deadline: Please ensure that it reaches us by 5:00 p.m. on June 28, 2022 (Tuesday).

- If you wish to exercise your voting rights via the Internet:

Please access the voting website (<https://www.web54.net>) from your PC or smartphone, enter the voting

code and password indicated on the enclosed voting form, and then follow the instructions on the screen for indicating approval or disapproval.

Voting deadline: Please ensure that you exercise your voting rights by 5:00 p.m. on June 28, 2022 (Tuesday).

If your vote is cast both in writing and via the Internet, etc., the one via the Internet, etc. shall be deemed as the valid execution of your voting right. If you have cast your vote multiple times via the Internet, etc., the final vote cast shall prevail.

### 3. Electronic voting platform

Shareholders who have an account with a trust bank, etc. (include standing proxies) may use, in addition to voting via the Internet, the electronic voting platform operated by ICJ, Inc. to exercise voting rights at the Shareholders' Meeting by applying in advance to use the platform.

## Reference Documents for Shareholders' Meeting

### Proposal No. 1 Appropriation of Surplus

The Company proposes the following appropriation of retained earnings.

#### Year-end dividends

The Company shall seek to enhance returns to shareholders, while adopting the fundamental policy of allocating profits from a comprehensive viewpoint, including the primary consideration of capital investments that are essential for securing earnings and internal reserves required for R&D, as well as business prospects in the coming years and various other matters.

Taking into account such factors as the Company's business results for the current fiscal year and future business development, the Company proposes to appropriate retained earnings in the form of year-end dividends for the 155th fiscal year as follows.

1. Type of dividend property  
Cash
2. Allotment of dividend property and their aggregate amount  
¥50.00 per common share of the Company  
Total dividends: ¥ 1,941,181,600
3. Effective date of dividends of surplus  
June 30, 2022

**Proposal No. 2** Partial Amendments to the Articles of Incorporation

1. Reasons for Proposal

- (1) Based on making Yamaishi Metal Co., Ltd. (“Yamaishi”), which manufactures and sells metal powder, a subsidiary on October 1, 2021, the necessary revisions will be made to Article 2 (Purposes) of the current Articles of Incorporation of the Company.
- (2) Since the revised provisions stipulated in the proviso of Article 1 of the Supplementary Provisions of the “Act Partially Amending the Companies Act (Act No. 70 of 2019) are to be enforced on September 1, 2022, Article 14 (Measures for Provision in Electronic Format, etc.) of the Articles of Incorporation will be newly established as Proposed Amendments. The said Article will stipulate that the Company shall take measures for providing information that constitutes the content of reference documents, etc. for General Shareholders’ Meeting, in electronic format, and may limit the scope of the matters to be listed in the documents to be delivered to shareholders who have requested the delivery of documents in paper format. The provision of Article 14 (Disclosure by Way of the Internet and Deemed Provision of Reference Documents, etc. for General Shareholders’ Meeting) of the current Articles of Incorporation will no longer be required and will be deleted. Accompanying these changes, supplementary provisions regarding the effective date, etc. will be established.

2. Details of the amendments

The details of the amendments are as follows:

(Underlined parts indicate the amendments)

Current Articles of Incorporation	Proposed Amendments
<p>Article 1 (Omitted)</p> <p>(Purposes)</p> <p>Article 2</p> <p>The purposes of the Company shall be to own shares of companies that engage in the following business activities and thereby control and manage the business activities of the relevant companies.</p> <p>(1) Nonferrous metals mining business, nonferrous metals smelting business, the manufacturing of <u>precious-metal products</u> and sales of said products, as well as the collection and recycling business of <u>valuable metals such as iron and nonferrous metals</u>.</p> <p>(2) - (20) (Omitted)</p> <p>2 - 3 (Omitted)</p> <p>Article 3 - Article 13 (Omitted)</p> <p><u>(Disclosure by Way of the Internet and Deemed Provision of Reference Documents, etc. for General Shareholders’ Meeting)</u></p> <p><u>Article 14</u></p> <p><u>In connection with convocation of a General Shareholders’ Meeting, the Company may deem that any information relating to the matters to be described or shown in the</u></p>	<p>Article 1 (Unchanged)</p> <p>(Purposes)</p> <p>Article 2</p> <p>The purposes of the Company shall be to own shares of companies that engage in the following business activities and thereby control and manage the business activities of the relevant companies.</p> <p>(1) Nonferrous metals mining business, nonferrous metals smelting business, the manufacturing of <u>metal products</u> and sales of said products, as well as the collection and recycling business of <u>metals</u>.</p> <p>(2) - (20) (Unchanged)</p> <p>2 - 3 (Unchanged)</p> <p>Article 3 - Article 13 (Unchanged)</p> <p>(Deleted)</p>

Current Articles of Incorporation	Proposed Amendments
<p><u>reference documents for the shareholders’ meeting, business reports, financial statements, and consolidated financial statements, is provided to the shareholders by disclosing such information by way of the Internet in accordance with the relevant Ordinance of the Ministry of Justice.</u></p>	
<p>(Newly established)</p> <p>Article 15 - Article 39 (Omitted)</p> <p>(Newly established)</p>	<p><u>(Measures for Provision in Electronic Format, etc.)</u></p> <p><u>Article 14</u></p> <p><u>In connection with convocation of a General Shareholders’ Meeting, the Company shall take measures for provision in electronic format of the information contained in the reference documents, etc. for the General Shareholders’ Meeting.</u></p> <p><u>2. Of the matters for which the measures for provision in electronic format will be taken, the Company may omit listing all or part of the matters as stipulated in the Ordinance of the Ministry of Justice in the documents that will be delivered to shareholders who have requested the delivery of documents in paper format by the record date of voting rights.</u></p> <p>Article 15 - Article 39 (Unchanged)</p> <p><u>(Supplementary Provisions)</u></p> <p><u>Article 1</u></p> <p><u>The amendments to Article 14 of the Articles of Incorporation shall come into effect on September 1, 2022, the date of enforcement of the amendment provisions stipulation in the proviso of Article 1 of the supplementary provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (the “Effective Date”).</u></p> <p><u>2. Notwithstanding the provisions of the preceding paragraph, Article 14 (Disclosure by Way of the Internet and Deemed Provision of Reference Documents, etc. for General Shareholders’ Meeting) of the current Articles of Incorporation shall remain in force with respect to a General Shareholders’ Meeting to be held on a date within six (6) months from the Effective Date.</u></p> <p><u>3. These supplementary provisions shall be deleted after six (6) months has elapsed from the Effective Date or three (3) months has elapsed from the date of the General Shareholders’ Meeting set forth in the preceding paragraph, whichever is later.</u></p>

**Proposal No. 3** Election of Nine (9) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this Meeting. Therefore, we propose the election of nine (9) Directors. Out of the nine (9) candidates for Directors, three (3) are Outside Directors, each of whom satisfies “the requirements for the independence of Outside Directors / Outside Audit & Supervisory Board Members” as stipulated by the Company.

The candidates for Directors are as follows:

Candidate No.	Name			Tenure as Director	Position and responsibility in the Company	Attendance at the Board of Directors meetings
1	Reelection	Naohisa Miyakawa		11 years	Chairperson & Representative Director	100% (16/16)
2	Reelection	Minoru Nakatogawa		3 years	President & Representative Director Management of overall operations	100% (16/16)
3	Reelection	Masahiro Ogino		5 years	Senior Managing Director and Senior Managing Executive Officer Assistant to President Rock Drill Machinery Segment	100% (16/16)
4	Reelection	Kiyohito Mitsumura		7 years	Managing Director Assistant to President Industrial Machinery Segment, UNIC Machinery Segment, Metals Segment, Environmental & Safety Management Department, Purchasing Department	100% (16/16)
5	Reelection	Tatsuki Nazuka		3 years	Director and Senior Executive Officer General Manager, Technology Division General Manager, Quality Assurance Management Department Electronics Segment, Chemicals Segment, Technology Division	100% (16/16)
6	Reelection	Hiroyuki Sakai		3 years	Director and Senior Executive Officer General Manager, Corporate Planning Department Real Estate Business, Corporate Planning Department, Sustainability Promotion Department, Accounting Department, Financial Department, Human Resources & General Affairs Department, Legal Department, Information System Department, Internal Audit Department	100% (16/16)
7	Reelection	Tatsuya Tejima	Outside Independent	5 years	Director	100% (16/16)
8	Reelection	Yoichi Mukae	Outside Independent	3 years	Director	100% (16/16)
9	Reelection	Kazumi Nishino	Outside Independent	3 years	Director	100% (16/16)

(Notes) 1. If the above proposal is approved at this Meeting, the Company will appoint Naohisa Miyakawa as Chairperson & Representative Director and Minoru Nakatogawa as President & Representative Director of the Company at the Board of Directors meeting scheduled after the conclusion of this Meeting.

2. Tatsuya Tejima, Yoichi Mukae and Kazumi Nishino are candidates for Outside Directors. The Company registered them with the Tokyo Stock Exchange as Independent Directors / Auditors stipulated by the Tokyo Stock Exchange. If the

reelection of them is approved, the Company will continue the registration of Tatsuya Tejima, Yoichi Mukae and Kazumi Nishino as Independent Directors.

3. The Company has entered into an agreement with Tatsuya Tejima, Yoichi Mukae and Kazumi Nishino to limit their liability for damages as specified in Article 423, paragraph 1 of the Companies Act in accordance with the provision of Article 427, paragraph 1 of the same law. The liability for damages based on the said agreement shall be limited to the higher of either five (5) million yen or the minimum liability amount prescribed by the applicable law. If the reelection of Tatsuya Tajima, Yoichi Mukae and Kazumi Nishino is approved, the Company plans to continue the said agreement with them.
4. The Company has entered into directors and officers liability insurance with an insurance firm based on the provisions of Article 430-3, paragraph 1 of the Companies Act. In case that a shareholder or a third party demands compensation for damage, the Company will use this insurance to cover the damage, such as compensation for damage, litigation costs and other expenses that the insured may be liable for (however, excluding damage, etc. resulting from criminal or intentional non-compliant acts). In the event that each candidate is elected and assumes the office of Director, they will become the insured of this insurance policy. The Company plans to renew the insurance with the same terms and conditions when the time of renewal comes.



Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company	Number of the Company's shares owned	
1	Naohisa Miyakawa (March 25, 1952) (70 years old)  Reelection	Apr. 1975	Joined the Company	43,288 shares *As of March 31, 2022
		June 2003	General Manager, Human Resources Department	
		Mar. 2005	General Manager, Human Resources & General Affairs Department	
		June 2007	Executive Officer, General Manager, Human Resources & General Affairs Department, and General Manager, Secretary Department	
		June 2009	Executive Officer of the Company President & Representative Director of Furukawa Denshi Co., Ltd.	
		June 2011	Director and Senior Executive Officer of the Company President & Representative Director of Furukawa Denshi Co., Ltd.	
		June 2013 June 2021	President & Representative Director Chairperson & Representative Director (current position)	
	Responsibility in the Company	-		
	Significant concurrent positions outside the Company	Not applicable		
	Tenure as Director: 11 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 16/16 (100%)			
	Reasons for nomination as candidate for Director	Serving as President & Representative Director of the Company for eight years since June 2013, Naohisa Miyakawa formulated the Vision for 2025 "FURUKAWA Power & Passion 150" and promoted management reforms, thereby demonstrating strong leadership. After taking office as Chairperson & Representative Director of the Company, he is in charge of the management of the Company based on his extensive experience and insight, etc. We propose his reelection as Director because we believe it is necessary to continue applying his experience and knowledge to the management of the Company to enhance the corporate value and achieve sustainable growth.		
	Other special notes to candidate for Director	<ul style="list-style-type: none"> <li>• There is no special interest between Naohisa Miyakawa and the Company.</li> <li>• The described number of shares held by Naohisa Miyakawa includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>		

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company	Number of the Company's shares owned	
2	Minoru Nakatogawa (August 21, 1959) (62 years old)  Reelection	Apr. 1983	Joined the Company	11,636 shares *As of March 31, 2022
		June 2011	Director of Furukawa UNIC Corporation	
		June 2016	Managing Director of Furukawa UNIC Corporation	
		Oct. 2016	General Manager in charge of HR Strategy, Human Resources & General Affairs Department	
		June 2017	Executive Officer of the Company Executive Vice President & Director of Furukawa UNIC Corporation (In charge of Promotion of Mid-term Business Plan)	
		June 2018	Executive Officer of the Company President & Representative Director of Furukawa UNIC Corporation	
		June 2019	Director and Senior Executive Officer of the Company President & Representative Director of Furukawa UNIC Corporation	
		June 2020	Director and Managing Executive Officer of the Company President & Representative Director of Furukawa UNIC Corporation	
		June 2021	President & Representative Director (current position)	
		Responsibility in the Company Management of overall operations		
		Significant concurrent positions outside the Company Not applicable		
		Tenure as Director: 3 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 16/16 (100%)		
		Reasons for nomination as candidate for Director Minoru Nakatogawa has many years of experience in legal affairs and public & investor relations work, and served as President & Representative Director of Furukawa UNIC Corporation. After taking office as President & Representative Director of the Company in June 2021, he has demonstrated his leadership cultivated in the management of Group Companies and led the management of the Company. We propose his reelection as Director because we believe it is necessary to continue applying his extensive experience and leadership to the management of the Company in order for the Company to achieve the Vision for 2025 "FURUKAWA Power & Passion 150."		
		Other special notes to candidate for Director <ul style="list-style-type: none"> <li>• There is no special interest between Minoru Nakatogawa and the Company.</li> <li>• The described number of shares held by Minoru Nakatogawa includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>		

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company	Number of the Company's shares owned	
3	Masahiro Ogino (September 4, 1958) (63 years old)  Reelection	Apr. 1982	Joined the Company	11,650 shares * As of March 31, 2022
		Mar. 2005	Director of Furukawa Metals & Resources Co., Ltd.	
		Jan. 2012	General Manager, Financial Department	
		June 2013	President & Representative Director of Furukawa Metals & Resources Co., Ltd.	
		June 2015	Executive Officer of the Company President & Representative Director of Furukawa Metals & Resources Co., Ltd.	
		June 2017	Director, Senior Executive Officer, and General Manager, Corporate Planning Department	
		June 2019	Director, Managing Executive Officer, and General Manager, Corporate Planning Department	
		June 2021	Senior Managing Director and Senior Managing Executive Officer of the Company (current position) President & Representative Director of Furukawa Rock Drill Co., Ltd. (current position)	
		Responsibility in the Company Assistant to President, Rock Drill Machinery Segment		
		Significant concurrent positions outside the Company President & Representative Director of Furukawa Rock Drill Co., Ltd.		
		Tenure as Director: 5 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 16/16 (100%)		
Reasons for nomination as candidate for Director Masahiro Ogino has extensive experience and a track record in the Materials Business and was also involved in the management strategy of the entire Group as General Manager of the Corporate Planning Department, thereby contributing to strengthening the management structure. He has demonstrated his leadership after assuming the post of President & Representative Director of Furukawa Rock Drill Co., Ltd. in June 2021 and led the Rock Drill Machinery Segment. We propose his reelection as Director because we believe it is necessary to continue applying his extensive experience and execution capabilities to the management of the Company to enhance the corporate value and achieve sustainable growth.				
Other special notes to candidate for Director				
<ul style="list-style-type: none"> <li>There is no special interest between Masahiro Ogino and the Company.</li> <li>The described number of shares held by Masahiro Ogino includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>				

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company	Number of the Company's shares owned	
4	Kiyohito Mitsumura (July 7, 1955) (66 years old)  Reelection	Apr. 1980	Joined the Company	16,633 shares * As of March 31, 2022
		Oct. 2008	General Manager, Financial Department	
		June 2011	General Manager, Corporate Planning Department and General Manager, Financial Department	
		June 2012	Executive Officer and General Manager, Corporate Planning Department	
		Sept. 2013	Executive Officer, General Manager, Corporate Planning Department, and General Manager, CSR Promotion Department	
		Apr. 2014	Executive Officer and General Manager, Corporate Planning Department	
		June 2014	Senior Executive Officer of the Company President & Representative Director of Furukawa Rock Drill Co., Ltd.	
		June 2015	Director and Senior Executive Officer of the Company President & Representative Director of Furukawa Rock Drill Co., Ltd.	
		June 2018	Managing Director and Managing Executive Officer of the Company President & Representative Director of Furukawa Rock Drill Co., Ltd.	
		June 2019	Managing Director (current position)	
Responsibility in the Company Assistant to President, Industrial Machinery Segment, UNIC Machinery Segment, Metals Segment, Environmental & Safety Management Department, Purchasing Department				
Significant concurrent positions outside the Company Not applicable				
Tenure as Director: 7 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 16/16 (100%)				
Reasons for nomination as candidate for Director Kiyohito Mitsumura has extensive experience and knowledge in the administrative field and overseas business and has led the Machinery Business, which the Company positions as its core business, as a Director in charge for many years, thereby contributing to enhancing the corporate value. We propose his reelection as Director because we believe it is necessary to apply his extensive experience and execution capabilities to the management of the Company in order for the Company to sustainably expand the Machinery Business.				
Other special notes to candidate for Director <ul style="list-style-type: none"> <li>● There is no special interest between Kiyohito Mitsumura and the Company.</li> <li>● The described number of shares held by Kiyohito Mitsumura includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>				

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company	Number of the Company's shares owned	
5	Tatsuki Nazuka (May 10, 1958) (64 years old)  Reelection	Apr. 1981	Joined the Company	9,438 shares *As of March 31, 2022
		June 2009	Director of Furukawa Industrial Machinery Systems Co., Ltd.	
		June 2011	General Manager, Techno-Research Laboratory, R&D Division of the Company	
		Dec. 2014	Deputy General Manager, Development Division and Deputy General Manager, Tsukuba Development Center	
		June 2015	Executive Officer, Deputy General Manager, Development Division, and General Manager, Tsukuba Development Center	
		June 2017	Executive Officer and General Manager, Development Division, General Manager, Tsukuba Development Center	
		Oct. 2017	Executive Officer and General Manager, Technology Division	
		July 2018	Executive Officer, General Manager, Technology Division, and General Manager, Technological Strategy Department	
		Apr. 2019	Executive Officer, General Manager, Technology Division, General Manager, Technological Strategy Department, and General Manager, N Project Department of the Company President & Representative Director of Furukawa Scintitech Corporation	
		June 2019	Director and Senior Executive Officer, General Manager, Technology Division, and General Manager, N Project Department of the Company President & Representative Director of Furukawa Scintitech Corporation	
		Aug. 2019	Director and Senior Executive Officer, General Manager, Technology Division, and General Manager, N Project Department	
		Apr. 2020	Director and Senior Executive Officer, General Manager, Technology Division	
Oct. 2020	Director and Senior Executive Officer, General Manager, Technology Division, and General Manager, Quality Assurance Management Department (current position)			
Responsibility in the Company Electronics Segment, Chemicals Segment, Technology Division				
Significant concurrent positions outside the Company Not applicable				
Tenure as Director: 3 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 16/16 (100%)				
Reasons for nomination as candidate for Director Tatsuki Nazuka has been working in the Technology Division for many years, possessing expert knowledge and a track record concerning engineering and development. He has promoted the improvement of technological strategy and technological development in the Company and the Group Companies as General Manager, Technology Division, while leading the Materials Business as Director of the Company, thereby contributing to enhancing the corporate value. We propose his reelection as Director because we believe it is necessary to continue applying his highly specialized knowledge and experience to the management of the Company to enhance the corporate value and achieve sustainable growth.				
Other special notes to candidate for Director <ul style="list-style-type: none"> <li>There is no special interest between Tatsuki Nazuka and the Company.</li> <li>The described number of shares held by Tatsuki Nazuka includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>				

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
6	Hiroyuki Sakai (January 14, 1960) (62 years old)  Reelection	Apr. 1982	Joined the Company	9,630 shares *As of March 31, 2022
		June 2011	Director of Furukawa Rock Drill Co., Ltd.	
		June 2013	General Manager, Financial Department	
		June 2015	General Manager, Accounting Department and General Manager, Financial Department	
		June 2017	Executive Officer and General Manager, Business Process Re-engineering Department	
		June 2019	Director and Senior Executive Officer, General Manager, Business Process Re-engineering Department	
		June 2021	Director and Senior Executive Officer, General Manager, Corporate Planning Department (current position)	
		Responsibility in the Company Real Estate Business, Corporate Planning Department, Sustainability Promotion Department, Accounting Department, Financial Department, Human Resources & General Affairs Department, Legal Department, Information System Department, Internal Audit Department		
		Significant concurrent positions outside the Company Not applicable		
		Tenure as Director: 3 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 16/16 (100%)		
		Reasons for nomination as candidate for Director Hiroyuki Sakai has held important positions at the Company and the Group Company, possessing a wide range of experience and knowledge in the administrative field as well as in the finance and accounting field. He has contributed to standardization of work, improvement of work efficiency, enhancement of productivity, and the re-building of business processes in the Group as General Manager, Business Process Re-engineering Department, and has also led the real estate business, thereby helping to improve a wide range of management issues. We propose his reelection as Director because we believe it is necessary to continue applying his extensive experience and knowledge to the management of the Company to enhance the corporate value and achieve sustainable growth.		
		Other special notes to candidate for Director <ul style="list-style-type: none"> <li>● There is no special interest between Hiroyuki Sakai and the Company.</li> <li>● The described number of shares held by Hiroyuki Sakai includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>		

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company	Number of the Company's shares owned	
7	Tatsuya Tejima (July 12, 1946) (75 years old)  Reelection Outside Independent	Apr. 1969	Joined Toho Zinc Co., Ltd.	3,120 shares *As of March 31, 2022
		June 1999	Director of Toho Zinc Co., Ltd.	
		June 2000	Executive Officer of Toho Zinc Co., Ltd.	
		Jan. 2002	Managing Executive Officer of Toho Zinc Co., Ltd.	
		June 2002	Managing Director and Managing Executive Officer of Toho Zinc Co., Ltd.	
		June 2003	Representative Director and Managing Director, and Managing Executive Officer of Toho Zinc Co., Ltd.	
	June 2005	Representative Director and Senior Managing Director, and Senior Managing Executive Officer of Toho Zinc Co., Ltd.		
	June 2006	Representative Director and President, and COO of Toho Zinc Co., Ltd.		
	June 2008	Representative Director and President of Toho Zinc Co., Ltd.		
	June 2017	Advisor of Toho Zinc Co., Ltd. (current position) Director of the Company (current position)		
	June 2018	Outside Director of Hanwa Co., Ltd. (current position)		
Significant concurrent positions outside the Company Advisor of Toho Zinc Co., Ltd. Outside Director of Hanwa Co., Ltd.				
Tenure as Outside Director: 5 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 16/16 (100%)				
Reason for nomination as candidate for Outside Director and expected role Tatsuya Tejima has been engaged in corporate management over many years and has rich experience in overseas business. He has provided useful advice on the management of the Company and appropriate supervision over business execution from an objective perspective that is also independent from the management, leveraging his sufficient track record and extensive knowledge as a manager. We propose his reelection as Outside Director because we believe he will be able to continue providing useful advice on and appropriate supervision over the management of the Company.				
Other special notes to candidate for Outside Director <ul style="list-style-type: none"> <li>• Tatsuya Tejima is an Advisor of Toho Zinc Co., Ltd., with which the Company and the Group Companies are engaged in a transactional relationship of trading in sulfuric acid; however, these transactions consist of less than 1% of the respective sales of the Company and the Group Companies and Toho Zinc Co., Ltd. in this fiscal year, and so they have no significance that would affect his independence as Outside Director.</li> <li>• The described number of shares held by Tatsuya Tejima includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>				

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company	Number of the Company's shares owned
8	Yoichi Mukae (August 9, 1951) (70 years old)  Reelection Outside Independent	<p>Apr. 1975    Joined Ministry of International Trade and Industry (current Ministry of Economy, Trade and Industry)</p> <p>June 2004    Director-General for Commerce and Distribution Policy, Minister's Secretariat of Ministry of Economy, Trade and Industry (retired on July 2006)</p> <p>Aug. 2006    Managing Director of The Shoko Chukin Bank, Ltd. (retired on July 2008)</p> <p>Aug. 2008    Advisor of The Kansai Electric Power Company, Incorporated</p> <p>June 2009    Managing Director of The Kansai Electric Power Company, Incorporated</p> <p>June 2013    Director, Managing Executive Officer of The Kansai Electric Power Company, Incorporated (retired on June 2015)</p> <p>June 2015    President &amp; Representative Director of The Kanden L&amp;A Company, Limited</p> <p>                  President &amp; Representative Director of KANDEN EL AUTO SYSTEM Co., Ltd.</p> <p>June 2019    President &amp; Representative Director of The Kanden L&amp;A Company, Limited</p> <p>                  President &amp; Representative Director of KANDEN EL AUTO SYSTEM Co., Ltd.</p> <p>                  Director of the Company (current position)</p> <p>June 2020    Senior Adviser of The Kanden L&amp;A Company, Limited</p> <p>                  President of GS1 Japan</p> <p>                  Representative Director of Research Institute of Economy, Trade and Industry</p> <p>June 2021    President of GS1 Japan (current position)</p> <p>                  Representative Director of Research Institute of Economy, Trade and Industry (current position)</p>	7,667 shares *As of March 31, 2022
Significant concurrent positions outside the Company			
President of GS1 Japan			
Representative Director of Research Institute of Economy, Trade and Industry			
Tenure as Outside Director: 3 years (at the conclusion of this Meeting)			
Attendance at the Board of Directors meetings: 16/16 (100%)			
Reason for nomination as candidate for Outside Director and expected role			
Yoichi Mukae has wide range of experience and knowledge after assuming a series of key positions in the Ministry of Economy, Trade and Industry and after retiring from governmental offices, being involved in the management of private companies. Additionally, he is a man of character and good judgement, and he has provided useful advice on the management of the Company and appropriate supervision over business execution from an objective perspective that is also independent from the management. Therefore, we propose his reelection as Outside Director because we believe he will be able to continue providing useful advice on and appropriate supervision over the management of the Company.			
Other special notes to candidate for Outside Director			
<ul style="list-style-type: none"> <li>Yoichi Mukae is the Representative Director of Research Institute of Economy, Trade and Industry (RIETI), with which the Company and the Group Companies are engaged in a transactional relationship of purchasing periodical publications issued by RIETI. However, these transactions consist of less than 1% of the respective sales of the Company and the Group Companies and RIETI in this fiscal year, and so they have no significance that would affect his independence as an Outside Director.</li> <li>The described number of shares held by Yoichi Mukae includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>			



Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
9	Kazumi Nishino (June 9, 1968) (53 years old)  Reelection Outside Independent	Apr. 1992	Joined Fuji Photo Film Co., Ltd. (current FUJIFILM Holdings Corporation) (retired on March 1996)	5,079 shares *As of March 31, 2022
		Apr. 2006	Associate Professor, Department of Management of Science & Technology, Graduate School of Management of Science & Technology (current Department of Management of Technology, Graduate School of Management) of Tokyo University of Science	
		Apr. 2017	Associate Professor, Graduate School of Commerce and Management of Hitotsubashi University	
		June 2019	Associate Professor, Graduate School of Business Administration of Hitotsubashi University Outside Director of Orient Corporation Director of the Company	
		Dec. 2019	Associate Professor, Graduate School of Business Administration of Hitotsubashi University Outside Director of Orient Corporation External Board Director of MiRTeL Co., Ltd. Director of the Company	
		Dec. 2021	Associate Professor, Graduate School of Business Administration of Hitotsubashi University Outside Director of Orient Corporation (current position) Director of the Company (current position)	
		Apr. 2022	Professor, Graduate School of Business Administration of Hitotsubashi University (current position)	
Significant concurrent positions outside the Company Professor, Graduate School of Business Administration of Hitotsubashi University Outside Director of Orient Corporation				
Tenure as Outside Director: 3 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 16/16 (100%)				
Reason for nomination as candidate for Outside Director and expected role Kazumi Nishino is a Professor at the Graduate School of Hitotsubashi University, and her fields of study center on theory of management strategy. She has expert knowledge of and practical study accomplishments in business model analysis, the logics of new business creation and product development management in particular. Based on this, she has provided useful advice on the management of the Company and appropriate supervision over business execution from objective, professional, and diverse perspectives that are also independent from the management. We propose her reelection as Outside Director because we believe she will be able to continue providing useful advice on and appropriate supervision over the management of the Company. Although she does not have direct experience in corporate management, she is deemed capable of appropriately performing her duties as Outside Director on the aforementioned grounds.				
Other special notes to candidate for Outside Director <ul style="list-style-type: none"> <li>● There is no special interest between Kazumi Nishino and the Company.</li> <li>● The described number of shares held by Kazumi Nishino includes shares she holds under the Company's Officer Stock Holding Association.</li> </ul>				

**[Reference]: Directors' Expertise and Experience (Skills Matrix)**

If Proposal No. 3 is approved as originally proposed, the Directors' Skills Matrix will be as follows.

Name	Independence	Corporate management	Business strategies/ Marketing	Technology development/ IT	Finance/ Accounting	Legal affairs/ Risk management	HR/ HR development	Internationality
Naohisa Miyakawa		●	●				●	●
Minoru Nakatogawa		●	●			●	●	
Masahiro Ogino			●		●			
Kiyohito Mitsumura			●		●			●
Tatsuki Nazuka				●				
Hiroyuki Sakai				●	●			
Tatsuya Tejima	★	●						●
Yoichi Mukae	★	●				●		
Kazumi Nishino	★		●	●				