

These documents have been translated from Japanese originals for reference purposes only. In the event of any discrepancy between these translated documents and the Japanese originals, the originals shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translations.

(Securities Code 6349)

May 29, 2023

Date of commencement of electronic provision measures: May 22, 2023

To: Our Shareholders

Satoshi Mochida  
President & Representative Director  
Komori Corporation  
3-11-1, Azumabashi, Sumida-ku, Tokyo

## NOTICE OF CONVOCATION OF THE 77TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We are pleased to inform you of the 77th Annual General Meeting of Shareholders of Komori Corporation (the “Company”) to be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information in electronic format (the “electronic provision measures”) and has posted the matters subject to the electronic provision measures on the following website on the Internet:

The Company’s website  
<https://www.komori.com/ir/en/>

The matters subject to the electronic provision measures have been posted on the Tokyo Stock Exchange (TSE) website in addition to the above website. Please access the following TSE website (Listed Company Search), perform a search by entering the issue name (Komori Corporation) or securities code (6349) and select “Basic information” and then “Documents for public inspection/PR information” to review the matters:

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

**If you do not attend the Meeting, you may exercise your voting rights via the Internet or in writing. Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. on Friday, June 16, 2023 (Japan time).**

- 1. Date and Time:** Monday, June 19, 2023 at 10:00 a.m. (Japan time)
- 2. Venue:** *Nishiki no ma*, 4th floor, TOBU HOTEL LEVANT TOKYO  
1-2-2 Kinshi, Sumida-ku, Tokyo, Japan
- 3. Agenda of the Meeting:**  
**Matters to be reported:**
  1. Business Report and Consolidated Financial Statements for the 77th Fiscal Year (from April 1, 2022 to March 31, 2023) and report on results of audits of the Consolidated Financial Statements by the Accounting Auditors and the Board of Corporate Auditors
  2. Non-Consolidated Financial Statements for the 77th Fiscal Year (from April 1, 2022 to March 31, 2023)

**Matters to be resolved:**

- |                        |  |
|------------------------|--|
| <b>Proposal No. 1:</b> | Appropriation of Surplus                     |
| <b>Proposal No. 2:</b> | Election of Eleven Directors                 |
| <b>Proposal No. 3:</b> | Election of One Substitute Corporate Auditor |
| <b>Proposal No. 4:</b> | Payment of Bonuses to Directors              |

- © Of the matters subject to the electronic provision measures, documents delivered to shareholders who made a request for delivery of documents do not include the following matters in accordance with the laws and regulations as well as Article 15 of the Articles of Incorporation of the Company. Accordingly, the aforementioned documents constitute only part of the documents audited by the Corporate Auditors and the Accounting Auditors when preparing their audit reports:
  - Notes to the Consolidated Financial Statements
  - Notes to the Non-Consolidated Financial Statements.
- © Any revisions to the matters subject to electronic provision measures will be posted on each website on which the matters are posted.

Notwithstanding that the system for electronic provision of materials for the General Meeting of Shareholders have been implemented following the amendments to the Companies Act, for this Meeting, the Company has delivered the materials for the General Meeting of Shareholders to all of our shareholders as with the previous Meetings, regardless of whether they have requested it or not.

# Reference Documents for the General Meeting of Shareholders

## **Proposal No. 1: Appropriation of Surplus**

The Company considers that returning profits to its shareholders is an important policy. The Company's basic policy is to generate stable shareholder returns that reflect its operating results while improving profitability and maintaining financial soundness.

The Company hereby proposes the appropriation of surplus as follows.

### **1. Matters concerning year-end dividend**

The Company hereby proposes the following year-end dividend for the fiscal year ended March 31, 2023, having taken all factors into consideration such as its basic policy and full-year operating results.

#### **(1) Type of dividend property**

Cash

#### **(2) Matters concerning allocation of dividend property to shareholders and total amount thereof**

30 yen per share of the Company's common stock

Total amount: 1,643,212,800 yen

As an interim dividend of 15 yen has been paid, the annual dividend for the fiscal year ended March 31, 2023 will be 45 yen per share.

#### **(3) Effective date of payment of dividend**

June 20, 2023

### **2. Other matters concerning appropriation of surplus**

There is no relevant information.

**Proposal No. 2: Election of Eleven Directors**

The terms of office of all Directors (eleven Directors) will expire upon the close of this General Meeting of Shareholders. Accordingly, the election of eleven Directors is proposed.

The candidates for Directors are as follows:

No.	Name	Positions and responsibilities	Attendance at the Board of Directors meetings
1	Yoshiharu Komori (Re-appointment)	Chairman	100% 13 times / 13 meetings
2	Satoshi Mochida (Re-appointment)	President, CEO and Representative Director	100% 13 times / 13 meetings
3	Eiji Kajita (Re-appointment)	Senior Managing Director, Group General Manager of European Business Headquarter	100% 13 times / 13 meetings
4	Masafumi Yokoyama (Re-appointment)	Senior Managing Director, Head of Management Planning Office and Officer in charge of Personnel and General Affairs Division	100% 13 times / 13 meetings
5	Koichi Matsuno (Re-appointment)	Managing Director, Group General Manager of Offset Business Group and Tsukuba Plant	100% 13 times / 13 meetings
6	Isao Funabashi (Re-appointment)	Director, Senior Operating Officer, Group General Manager of DPS Business Unit and Technical Management Group	100% 13 times / 13 meetings
7	Iwao Hashimoto (Re-appointment)	Director, Senior Operating Officer, Group General Manager of Administration Group	100% * 10 times / 10 meetings
8	Harunobu Kameyama (Re-appointment) (Outside) (Independent)	Director	92% 12 times / 13 meetings
9	Masataka Sugimoto (Re-appointment) (Outside) (Independent)	Director	100% 13 times / 13 meetings
10	Toshiro Maruyama (Re-appointment) (Outside) (Independent)	Director	100% 13 times / 13 meetings
11	Koji Yamada (New appointment) (Outside) (Independent)	-	Not applicable because Mr. Yamada is a candidate for a new Director

\* Mr. Iwao Hashimoto's Attendance at the Board of Directors meetings indicates the attendance since his appointment to Director on June 20, 2022.

No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of shares of the Company held
1	Yoshiharu Komori (June 27, 1939)  (Re-appointment)	<p>April 1962      Joined the Company  June 1967      Director  August 1979    Managing Director  August 1987    Senior Managing Director and General Manager of Sales Department</p> <p>April 1993      President and Representative Director  July 2006      President, CEO and Representative Director  June 2009      President, Chairman, CEO and Representative Director  June 2014      Chairman, CEO and Representative Director  June 2019      Chairman (to present)</p> <p>Significant concurrent positions:  President &amp; Representative Director of Komori Machinery Co., Ltd.</p>	1,068,573 common shares
<p>Attendance at the meeting of the Board of Directors:  13 times / 13 meetings (100%)</p> <p>Reason for nomination as a candidate for Director:  Mr. Yoshiharu Komori advocates the Company's management philosophy, "To Become a Company That Delivers Kando (Customer Satisfaction beyond Expectations) to Customers". Mr. Komori has built a strong, trusting relationship and powerfully promoting sales activities by taking initiative in organizational activities that facilitate exchanges with domestic and overseas customers based on his many years of experience in management, business planning from the customer's perspective and his expertise in printing cultivated through offering solution. The Company proposes the election of the candidate for Director, believing that Mr. Komori will continue to be needed to achieve the sustainable growth of the Group and the enhancement of corporate value by utilizing his abundant experience, expertise and high level of management insight.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of shares of the Company held
2	Satoshi Mochida (August 7, 1950)  (Re-appointment)	<p>April 1975    Joined the Company</p> <p>June 1995    Director, Deputy Head of Corporate Management Office, Head of Secretary's Office and General Manager of Overseas Sales Division</p> <p>June 1998    Managing Director, Head of President's Office and General Manager of Sales Department at Head Office</p> <p>April 2000    Managing Director, General Manager of Sales Management Division and General Manager of Sales Department at Head Office</p> <p>July 2001    Managing Director, General Manager of Sales Management Division, General Manager of Sales Department at Head Office and General Manager of Overseas Sales Division</p> <p>January 2002    Managing Director, General Manager of Sales Management Division and General Manager of Overseas Sales Division</p> <p>March 2005    Managing Director and Head of Management Planning Office</p> <p>July 2006    Managing Director, Managing Operating Officer and Head of Management Planning Office</p> <p>November 2006    Senior Managing Director, COO, Representative Director and Head of Management Planning Office</p> <p>June 2007    Senior Managing Director, COO and Representative Director</p> <p>January 2009    Senior Managing Director, COO and Representative Director and Head of Management Planning Office</p> <p>June 2011    Representative Director, COO and Head of Management Planning Office</p> <p>February 2012    Representative Director, COO, Head of Management Planning Office and CSR Officer</p> <p>April 2013    Vice President, COO, Representative Director and Head of Management Planning Office</p> <p>June 2014    President, COO, Representative Director and Head of Management Planning Office</p> <p>March 2016    President, COO, Representative Director and Plant Director of Tsukuba Plant</p> <p>June 2017    President, COO and Representative Director</p> <p>June 2019    President, CEO and Representative Director (to present)</p> <p>Significant concurrent positions:  Chairman of SERIA CORPORATION  Chairman &amp; Representative Director of Komori America Corporation  Chairman &amp; Representative Director of Komori International (Europe) B.V.  President of Komori-Chambon S.A.S.  President of Komori Southeast Asia Pte. Ltd.  Chairman &amp; Representative Director of Komori India Private Limited</p>	82,245 common shares
<p>Attendance at the meeting of the Board of Directors: 13 times / 13 meetings (100%)</p> <p>Reason for nomination as a candidate for Director: Mr. Satoshi Mochida has been the President and Representative Director since June 2014, and is knowledgeable with the characteristics and business strategies of each business of the Group's overall management. Amid changes in the market environment, Mr. Mochida has taken a comprehensive view of group businesses, promoted business operations that further expanded globalization and accelerated innovation, and demonstrated strong leadership. The Company proposes the election of the candidate for Director, believing that Mr. Mochida will continue to provide appropriate supervision for the entire Group's management and he is needed to achieve the sustainable growth of the Group and the enhancement of corporate value by utilizing his abundant experience, expertise and high level of management insight.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of shares of the Company held
3	Eiji Kajita (September 7, 1965)  (Re-appointment)	<p>April 1988      Joined Nomura Securities Co., Ltd.</p> <p>April 2008      General Manager of Osaka Capital Market Dept., Nomura Securities Co., Ltd.</p> <p>April 2009      Joined the Company</p> <p>April 2009      General Manager of Export Dept. II, Overseas Sales Division</p> <p>January 2010    Seconded to Komori International (Europe) B.V. (President)</p> <p>April 2012      Operating Officer, seconded to Komori International (Europe) B.V. (President)</p> <p>September 2012 Operating Officer and Deputy Head of Management Planning Office</p> <p>April 2013      Operating Officer and General Manager of Sales Management Division</p> <p>June 2013      Director, Operating Officer and General Manager of Sales Management Division</p> <p>October 2015    Director, Operating Officer, General Manager of Sales Management Division and General Manager of DPS Sales Promotion Division</p> <p>March 2016     Director, Operating Officer, Head of Management Planning Office and Leader of Business Growth Strategy Promotion Project</p> <p>June 2018      Director, Managing Operating Officer, Head of Management Planning Office, and Leader of Business Growth Strategy Promotion Project</p> <p>March 2019     Director, Managing Operating Officer, General Manager of Sales Management Division, and Officer in charge of DPS Business Promotion</p> <p>February 2020   Director, Managing Operating Officer, General Manager of Sales Management Division, and General Manager of DPS Business Promotion Division</p> <p>February 2022   Director, Managing Operating Officer and General Manager of European Business</p> <p>July 2022      Director, Senior Managing Operating Officer and General Manager of European Business (to present)</p> <p>Significant concurrent position: President &amp; Representative Director of Komori International (Europe) B.V.</p>	22,100 common shares
<p>Attendance at the meeting of the Board of Directors: 13 times / 13 meetings (100%)</p> <p>Reason for nomination as a candidate for Director: Mr. Eiji Kajita has work experience in managing overseas subsidiaries and overall management of domestic and overseas sales, and has enriched CRM that utilizes his expertise in corporate analysis, etc. from his experience in different industries. Mr. Kajita has also realized solutions that contribute to improving labor productivity for customers by making full use of IT. The Company proposes the election of the candidate for Director, believing that Mr. Kajita will continue to be needed to achieve the sustainable growth of the Group and the enhancement of corporate value as the General Manager of European Business, which oversees and manages group companies in Europe, which is an important market, by utilizing his abundant experience, expertise and high level of management insight.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of shares of the Company held
4	Masafumi Yokoyama (November 8, 1953)  (Re-appointment)	<p>April 1977     Joined Kubota Tekko K.K. (now Kubota Corporation)</p> <p>April 1993     Head of Planning Section, Personnel Division, Kubota Corporation</p> <p>January 1997   Head of Human Resources Development Group, Kubota Corporation</p> <p>June 2000     General Manager of Environmental Planning Division, Kubota Corporation</p> <p>June 2003     General Manager of Environmental Engineering Consolidated Division, Kubota Corporation</p> <p>April 2006     General Manager of Environmental Business Development Division, Kubota Corporation</p> <p>April 2007     General Manager of Membrane Solutions Business Unit, Kubota Corporation and President of Kubota Membrane Co., Ltd.</p> <p>April 2009     General Manager of Air Condition Equipment Division, Kubota Corporation and President of Kubota Air Conditioner, Ltd.</p> <p>April 2012     General Manager of Air Conditioning Equipment Business Unit, Kubota Corporation and President of Kubota Air Conditioner, Ltd.</p> <p>April 2013     Director of Electronic Equipped Machinery Division, Kubota Corporation</p> <p>June 2013     Full-time Outside Corporate Auditor of the Company</p> <p>June 2016     Director, Operating Officer and Deputy General Manager of Administration and Personnel (in charge of general affairs and personnel affairs)</p> <p>February 2017   Director, Operating Officer and General Manager of Personnel and General Affairs Division</p> <p>June 2018     Director, Managing Operating Officer and General Manager of Personnel and General Affairs Division</p> <p>March 2019   Director, Managing Operating Officer, Head of Management Planning Office and Officer in charge of Personnel and General Affairs Division</p> <p>July 2022     Director, Senior Managing Operating Officer, Head of Management Planning Office and Officer in charge of Personnel and General Affairs Division (to present)</p>	15,000 common shares
<p>Attendance at the meeting of the Board of Directors: 13 times / 13 meetings (100%)</p>			
<p>Reason for nomination as a candidate for Director: Mr. Masafumi Yokoyama has abundant experience as an overseas expatriate and manager in a globally expanding corporate group and has demonstrated leadership in the fields of human resources development, corporate management, and management strategy, and in particular, has carried out business planning and human resource development that leads the next generation. The Company proposes the election of the candidate for Director, believing that Mr. Yokoyama will continue to be needed to achieve the sustainable growth of the Group and the enhancement of corporate value by utilizing his abundant experience, expertise and high level of management insight.</p>			



No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of shares of the Company held
5	Koichi Matsuno (September 7, 1960)  (Re-appointment)	<p>April 1985      Joined the Company</p> <p>March 2005      General Manager of Toride Plant and Tsukuba Plant</p> <p>March 2006      General Manager of Tsukuba Plant</p> <p>February 2011    Deputy Plant Director of Tsukuba Plant and Head of Overseas Production Promotion Office</p> <p>February 2012    Deputy Plant Director of Tsukuba Plant and General Manager of Tsukuba Plant</p> <p>April 2012        Operating Officer, Deputy Plant Director of Tsukuba Plant and General Manager of Tsukuba Plant</p> <p>April 2014        Operating Officer, General Manager of Administration Division</p> <p>June 2014         Director, Operating Officer, General Manager of Administration Division and Leader of KNT Business Promotion Project</p> <p>February 2022    Director, Operating Officer, Plant Director of Tsukuba Plant and General Manager of Tsukuba Plant</p> <p>July 2022         Director, Managing Operating Officer, Plant Director of Tsukuba Plant and General Manager of Tsukuba Plant</p> <p>March 2023       Director, Managing Operating Officer, General Manager of Offset Printing Business Division and Plant Director of Tsukuba Plant (to present)</p> <p>Significant concurrent position: Representative Director of Komori Machinery Co., Ltd. Chairman of Komori Machinery (Nantong) Co., Ltd.</p>	19,700 common shares
Attendance at the meeting of the Board of Directors: 13 times / 13 meetings (100%)			
Reason for nomination as a candidate for Director: Mr. Koichi Matsuno has been in charge of production bases that oversee manufacturing, purchasing, and value chains for many years, has a high level of expertise in finance, and has a track record in improving management efficiency and formulating and executing the Company's financial strategy. In addition, Mr. Matsuno has contributed to strengthening corporate governance. The Company proposes the election of the candidate for Director, believing that Mr. Matsuno will continue to be needed to achieve the sustainable growth of the Group and the enhancement of corporate value by utilizing his abundant experience, expertise and high level of management insight.			

No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of shares of the Company held
6	Isao Funabashi (December 4, 1960)  (Re-appointment)	<p>April 1983      Joined the Company</p> <p>March 2004     Seconded to Komori Machinery Co., Ltd., Deputy Plant Director and Manager of Sheet-fed Dept.</p> <p>March 2006     General Manager of Tsukuba Design Dept.</p> <p>February 2011   Senior Project Manager of Design Dept.</p> <p>February 2012   Chief Engineer, Technology Division</p> <p>April 2014      General Manager of Technology Division and General Manager of DPS Development Dept.</p> <p>April 2015      Operating Officer and General Manager of Technology Division</p> <p>February 2017   Operating Officer, Deputy Plant Director of Tsukuba Plant and General Manager of Technology Division</p> <p>June 2017      Director, Operating Officer, Plant Director of Tsukuba Plant and General Manager of Technology Division</p> <p>March 2018     Director, Operating Officer, Plant Director of Tsukuba Plant and General Manager of Technology Division, and Officer in charge of Komori's Graphic Technology Center</p> <p>March 2019     Director, Operating Officer, Plant Director of Tsukuba Plant, and Officer in charge of Komori's Graphic Technology Center</p> <p>February 2020   Director, Operating Officer, Plant Director of Tsukuba Plant, General Manager of Technology Division, and Officer in charge of Komori's Graphic Technology Center</p> <p>February 2021   Director, Operating Officer, Plant Director of Tsukuba Plant and General Manager of Technology Division</p> <p>February 2022   Director, Operating Officer, General Manager of DPS Business Promotion Division and General Manager of Technology Division</p> <p>April 2023      Director, Senior Operating Officer, General Manager of DPS Business Promotion Division and General Manager of Technology Division (to present)</p>	1,000 common shares
<p>Attendance at the meeting of the Board of Directors: 13 times / 13 meetings (100%)</p> <p>Reason for nomination as a candidate for Director: For many years, Mr. Isao Funabashi has been in charge of research and development of the Company's mainstay of offset printing press, securities printing press, digital printing press, etc. and is knowledgeable with mechanical design and manufacturing and printing technology. Mr. Funabashi has demonstrated his skills in proposing comprehensive solutions to customers, including printing presses, peripheral equipment, and materials. The Company proposes the election of the candidate for Director, believing that Mr. Funabashi will continue to be needed to achieve the sustainable growth of the Group and the enhancement of corporate value by utilizing his abundant experience, expertise and high level of insight for R &amp; D management.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of shares of the Company held
7	Iwao Hashimoto (December 14, 1958)  (Re-appointment)	<p>April 1981    Joined Kubota Tekko K.K. (now Kubota Corporation)</p> <p>June 1996    Head of Pump Group, Administrative Division, Steel Engineering Dept., Hirakata Plant</p> <p>October 2000    Head of Planning Group, Pump Planning Division</p> <p>April 2007    General Manager of Pump Planning Division</p> <p>April 2015    General Manager of Water and Environmental Engineering Division</p> <p>April 2019    Joined the Company Deputy General Manager of Administrative Division</p> <p>February 2020    Operating Officer, Deputy Plant Director of Tsukuba Plant and Representative Director of Komori Machinery Co., Ltd.</p> <p>February 2022    Operating Officer, General Manager of Administrative Division</p> <p>June 2022    Director and Operating Officer, General Manager of Administrative Division</p> <p>April 2023    Director and Senior Operating Officer, General Manager of Administrative Division (to present)</p>	300 common shares
<p>Attendance at the meeting of the Board of Directors: 10 times / 10 meetings (100%)</p> <p>Reason for nomination as a candidate for Director: Mr. Iwao Hashimoto is knowledgeable with business management and business planning in business operations. Mr. Hashimoto has a track record in improving the efficiency of development and manufacturing management in a corporate group which operates globally, and has demonstrated leadership in improving labor productivity at our manufacturing bases. The Company proposes the election of the candidate for Director, believing that Mr. Hashimoto will be needed to achieve the sustainable growth of the Group and the enhancement of corporate value by utilizing his abundant experience, expertise and high level of management insight in addition to high degree of professionalism in financial activities.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of shares of the Company held
8	Harunobu Kameyama (May 15, 1959)  (Re-appointment) (Outside) (Independent)	<p>April 1992 Registered as attorney at law (Daiichi Tokyo BAR Association)</p> <p>April 1997 Opened Harunobu Kameyama Law Office (now Kameyama Sogo Law Office)</p> <p>June 2005 Auditor of Kyoritsu International Foundation (to present)</p> <p>June 2007 Outside Corporate Auditor of the Company</p> <p>April 2010 Civil conciliation commissioner of Tokyo Summary Court (to present)</p> <p>October 2012 Outside Director of Takaoka Toko Holdings Co., Ltd. (now Takaoka Toko Co., Ltd.)</p> <p>June 2013 Outside Director of the Company (to present)</p> <p>October 2013 Outside Corporate Auditor of SOMAR Corp. (to present)</p> <p>March 2021 CORPORATE AUDITOR (Outside Auditor), YAMABIKO CORPORATION</p> <p>March 2022 CORPORATE AUDITOR (Outside Director), YAMABIKO CORPORATION (to present)</p> <p>Significant concurrent positions: Representative of Kameyama Sogo Law Office Outside Corporate Auditor of SOMAR Corp. CORPORATE AUDITOR (Outside Director), YAMABIKO CORPORATION</p>	0 common shares
<p>Attendance at the meeting of the Board of Directors: 12 times / 13 meetings (92%)</p> <p>Reason for nomination as a candidate for Outside Director and expected roles: From the perspective of strengthening corporate governance, and in consideration of a balance of the overall Board of Directors, the Company endeavors to allocate individuals with management experience, expertise in laws and accounting, and technical knowledge. It is proposed that Mr. Harunobu Kameyama be elected to Outside Director for the purpose of improving the transparency of the Board of Directors and enhancing supervisory functions, in addition to having Mr. Kameyama utilize his expertise, experience, etc. gained as an attorney at law in the management of the Company. Mr. Kameyama is a candidate for Outside Director provided for in Article 2, item (xv) of the Companies Act. Mr. Kameyama will have served as Outside Director for ten years at the close of this General Meeting of Shareholders.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of shares of the Company held
9	Masataka Sugimoto (March 22, 1970)  (Re-appointment) (Outside) (Independent)	<p>April 1994    Joined CHISSO PETROCHEMICAL CORPORATION</p> <p>April 2002    Principal researcher of Polymer Research Institute, CHISSO PETROCHEMICAL CORPORATION</p> <p>April 2003    Assistant, Faculty of Engineering, Yamagata University</p> <p>August 2004    Overseas researcher, North Carolina State University</p> <p>October 2007    Assistant professor (Polymer Science) of Graduate School of Science and Engineering, National University Corporation Yamagata University</p> <p>December 2007    Associate professor (Polymer Science) of Graduate School of Science and Engineering, National University Corporation Yamagata University</p> <p>April 2018    Professor (Polymer Science) of Graduate School of Organic Materials Science, National University Corporation Yamagata University</p> <p>June 2019    Outside Director of the Company (to present)</p> <p>April 2022    Assistant Dean of the Faculty of Engineering and Professor of Graduate School of Organic Materials Science, National University Corporation Yamagata University (to present)</p> <p>Significant concurrent positions: Assistant Dean of the Faculty of Engineering and Professor of Graduate School of Organic Materials Science, National University Corporation Yamagata University</p>	0 common shares
<p>Attendance at the meeting of the Board of Directors: 13 times / 13 meetings (100%)</p> <p>Reason for nomination as a candidate for Outside Director and expected roles: From the perspective of strengthening corporate governance, and in consideration of a balance of the overall Board of Directors, the Company endeavors to allocate individuals with management experience, expertise in laws and accounting, and technical knowledge. It is proposed that Mr. Masataka Sugimoto be elected to Outside Director for the purpose of improving the transparency of the Board of Directors and enhancing supervisory functions, in addition to having Mr. Sugimoto utilize his extensive academic experience, broad insight, etc. relating to new functional materials and leading-edge molding processing technology in the management of the Company.</p> <p>Mr. Sugimoto is a candidate for Outside Director provided for in Article 2, item (xv) of the Companies Act. Mr. Sugimoto will have served as Outside Director for four years at the close of this General Meeting of Shareholders.</p>			

No.	Name (Date of birth)	Career summary, positions and responsibilities		Number of shares of the Company held
10	Toshiro Maruyama (April 21, 1957)  (Re-appointment) (Outside) (Independent)	April 1982	Joined Printing Bureau, the Ministry of Finance (now National Printing Bureau)	0 common shares
		April 2009	Manager, Development Department, National Printing Bureau	
		April 2011	Director, Takinogawa Plant, National Printing Bureau	
		April 2013	General Manager, Security Product Business Department, National Printing Bureau	
		April 2015	Vice President, National Printing Bureau	
		March 2019	Retired from National Printing Bureau	
		June 2021	Outside Director of the Company (to present)	
Attendance at the meeting of the Board of Directors: 13 times / 13 meetings (100%)				
Reason for nomination as a candidate for Outside Director and expected roles: From the perspective of strengthening corporate governance, and in consideration of the balance of the overall Board of Directors, the Company endeavors to allocate individuals with management experience, expertise in laws and accounting, and technical knowledge. Mr. Toshiro Maruyama has deep expertise in printing securities and broad insight based on his experience in plant operations and business management. It is proposed that Mr. Maruyama be elected to Outside Director for the purpose of improving the transparency of the Board of Directors and enhancing supervisory functions, in addition to having Mr. Maruyama utilize his expertise, insight, and other skills in the management of the Company. Mr. Maruyama is a candidate for Outside Director provided for in Article 2, item (xv) of the Companies Act. Mr. Maruyama will have served as Outside Director for two years at the close of this General Meeting of Shareholders.				
11	Koji Yamada (June 21, 1954)  (New appointment) (Outside) (Independent)	April 1977	Joined Komatsu Ltd.	0 common shares
		August 1996	General Manager of Planning & Cooperation Department, Chattanooga Manufacturing Operation, Komatsu America Corp.	
		April 1999	General Manager of Planning & Coordination Department of Osaka Plant, Production Division, Komatsu Ltd.	
		April 2002	Plant Manager of Awazu Plant, Production Division, Komatsu Ltd.	
		April 2004	Executive Officer, Komatsu Ltd.	
		April 2005	President of Industrial Machinery Business Division, Komatsu Ltd. and President and Chief Executive Officer, Komatsu Industries Corp.	
		February 2009	Representative of All India Operations, Komatsu Ltd.	
		April 2009	President of Komatsu India Pvt. Ltd.	
		April 2010	Senior Executive Officer, Komatsu Ltd.	
		June 2013	Standing Audit & Supervisory Board Member, Komatsu Ltd.	
		May 2018	Special Advisor, Uchimura Co., Ltd. (to present)	
		Significant concurrent position: Special Advisor, Uchimura Co., Ltd.		
Reason for nomination as a candidate for Director: From the perspective of strengthening corporate governance, and in consideration of a balance of the overall Board of Directors, the Company endeavors to allocate individuals with management experience, expertise in laws and accounting, and technical knowledge. It is proposed that Mr. Koji Yamada be elected to Outside Director for the purpose of improving the transparency of the Board of Directors and enhancing supervisory functions, in addition to having Mr. Yamada utilize, in the management of the Company, experience in plant management inside and outside Japan and achievements as a business manager, as well as abundant experience and insights from his involvement in development and management of a large number of foreign national staff, in a global general machinery manufacturer. Mr. Yamada is a candidate for Outside Director provided for in Article 2, item (xv) of the Companies Act.				

Notes:

1. Neither do any of the candidates have any special interest in the Company, nor does the Company have any special interest in any of the candidates.
2. The Company has concluded with an insurance company a directors and officers liability insurance contract that insures the Company's Directors and covers damages that may arise in the event that the insured are held liable, or incur any claim made in pursuit of such liability, with regard to the performance of their duties. If elected as Directors, all the candidates will be covered by the liability insurance contract as the insured. The Company will renew the liability insurance contract in July 2023.
3. Harunobu Kameyama, Masataka Sugimoto, Toshiro Maruyama, and Koji Yamada are candidates for Independent Officers who are unlikely to have conflicts of interest with general shareholders prescribed by the Tokyo Stock Exchange, Inc.
4. The Company has concluded an agreement with Harunobu Kameyama, Masataka Sugimoto, and Toshiro Maruyama to limit their liability for damages provided for in Article 423, paragraph 1 of the Companies Act. The Company plans to extend said agreement if their re-election is approved.

The liability for damages pursuant to said liability limitation agreement is limited in amount to the Minimum Liability Amount provided for in Article 425, paragraph 1 of the Companies Act. In addition, if the election of Koji Yamada is approved, the Company plans to conclude a similar agreement with him.

[Reference: The Company's management team after Proposal 2 is approved]

		Expertise and Practical Experience									
Name		Outside	Experience in corporate management	Knowledge about the Company's business	Sales and Marketing	Manufacturing and Quality Control	R&D and Innovation	Finance	Personnel and Human Resource Development	Legal Affairs and Compliance	Global
Internal Directors	Yoshiharu Komori		●	●	●		●				●
	Satoshi Mochida		●	●	●	●	●		●		●
	Eiji Kajita		●	●	●			●			●
	Masafumi Yokoyama		●	●					●	●	●
	Koichi Matsuno			●		●		●		●	●
	Isao Funabashi			●		●	●				
	Iwao Hashimoto			●		●		●	●	●	
External Directors	Harunobu Kameyama	●								●	
	Masataka Sugimoto	●					●				●
	Toshiro Maruyama	●	●			●	●				
	Koji Yamada	●	●		●	●		●	●	●	●
Corporate Auditors	Shinji Amako	●	●			●				●	●
	Hiroko Sakamoto	●						●		●	
	Muneaki Kiyota	●	●					●		●	●

\* The above matrix is not an exhaustive list of Directors' and Corporate Auditors' areas of expertise.



### Proposal No. 3: Election of One Substitute Corporate Auditor

To prepare for a contingency in which the Company does not have the number of Corporate Auditors required by laws and regulations, it is proposed to elect one Substitute Corporate Auditor in advance.

The election of the Substitute Corporate Auditor shall be effective until the time of the commencement of the next Annual General Meeting of Shareholders, but may be annulled before the Substitute Corporate Auditor takes office of Corporate Auditor, by resolution of the Board of Directors, after obtaining the consent of the Board of Corporate Auditors.

For the submission of this Proposal, the Board of Corporate Auditors' consent has been obtained in advance.

The candidate for Substitute Corporate Auditor is as follows:

Name (Date of birth)	Career summary and positions	Number of shares of the Company held
Takeshi Ito (October 2, 1971)  (Outside) (Independent)	October 2002 Registered as an attorney at law (Tokyo Bar Association) March 2013 Established Takeshi Ito Law Office May 2018 Established Ginza Minami Law Offices (joint offices) (to present)	0 common shares
Reason for nomination as a candidate for Substitute Outside Corporate Auditor: It is proposed that Mr. Takeshi Ito be elected to Substitute Outside Corporate Auditor, having determined that he will be able to execute audits from an outsider's perspective to a greater degree as an Outside Corporate Auditor, utilizing the specialized knowledge and experience that he has gained as an attorney.		

Notes:

1. Takeshi Ito does not have any special interest in the Company, nor does the Company have any special interest in him.
2. Takeshi Ito is a candidate for Substitute Outside Corporate Auditor.
3. The Company has concluded with an insurance company a directors and officers liability insurance contract that insures the Company's Auditors and covers damages that may arise in the event that the insured are held liable, or incur any claim made in pursuit of such liability, with regard to the performance of their duties. If his election is approved and he takes office of Outside Corporate Auditor, Takeshi Ito will be covered by the liability insurance contract as the insured.
4. The Company plans to conclude an agreement with Takeshi Ito to limit his liability for damages provided for in Article 423, paragraph 1 of the Companies Act if his election is approved and he takes office as an Outside Corporate Auditor. The liability for damages pursuant to said liability limitation agreement is limited in amount to the Minimum Liability Amount provided for in Article 425, paragraph 1 of the Companies Act.
5. Takeshi Ito fulfills the requirements for Independent Officer prescribed by the Tokyo Stock Exchange, Inc. If he takes office as Outside Corporate Auditor, the Company plans to register him with the said exchange as an Independent Officer.

### Proposal No. 4: Payment of Bonuses to Directors

In consideration of the operating results in the fiscal year ended March 31, 2023, it is proposed that 66,000,000 yen be paid in total as Directors' bonuses to the six Directors (excluding Chairman and Outside Directors) as at March 31, 2023.

This proposal conforms to the remuneration policy of the Board of Directors (see pages 27–29 (in Japanese version only)), and thus is deemed appropriate.