

Note: Please note that the following is an English translation of the original Japanese version, prepared only for the convenience of non-Japanese speaking shareholders. In the case of any discrepancy between the translation and the Japanese original, the latter shall prevail.

To all Shareholders

Securities Code: 1964

June 6, 2023

Commencement date of electronic provision measures: May 30, 2023

3-6-1 Hiranomachi, Chuo-ku, Osaka

Chugai Ro Co., Ltd.

Akira Ozaki, President

Notice of the 81st Annual Meeting of Shareholders

Dear Shareholders,

The Company would hereby like to request shareholders to attend the Company's 81st Annual Meeting of Shareholders as described below.

In convening this Annual Meeting of Shareholders, electronic provision measures have been taken, and the information contained in the Reference Document for the Annual Meeting of Shareholders, etc. (electronic provision matters) can be found online on the Company's website.

<Our Website>

https://chugai.co.jp/ir_soukai/



In addition to the above, the information is also available on the following website.

<Tokyo Stock Exchange Website (TSE-listed company information service)>

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>



Access the above website, enter and search for either our Company name (Chugai Ro Co., Ltd.) or securities code (1964), and then select "Basic information" followed by "Public documents/PR information."

If you do not attend, you may exercise your voting rights in writing or via the internet, etc. We kindly request you to read the Reference Document for the Annual Meeting of Shareholders described below, and after referring to the "Guidance Notes on the Exercise of Voting Rights" on page 3 onward, complete exercising your voting rights by no later than 5:00 p.m., Tuesday, June 27, 2023.

Sincerely yours,

1. **Date:** 10:00 a.m., Wednesday, June 28, 2023
2. **Venue:** 2F, SAN, CITYPLAZA OSAKA
2-31 Honmachibashi, Chuo-ku, Osaka, Japan
3. **Purposes:**
Items to be reported:
 - (1) The business report, the consolidated financial statements and the results of consolidated financial statement audits by the Accounting Auditor and the Board of Corporate Auditors for the 81st business period (April 1, 2022 to March 31, 2023)
 - (2) The non-consolidated financial statements for the 81st business period (April 1, 2022 to March 31, 2023)

Items to be resolved:

- Item No. 1:** Appropriation of Retained Earnings
- Item No. 2:** Election of Eight (8) Directors
- Item No. 3:** Election of Two (2) Corporate Auditors
- Item No. 4:** Election of One (1) Substitute Corporate Auditor

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1. If any amendments are made to the electronic provision measures, said amendments will be posted on each website.
 2. For this Annual Meeting of Shareholders, regardless of whether or not a written request has been made, a document describing the electronic provision measures has been uniformly sent out to all shareholders. However, of the electronic provision measures, the following matters are not described in this document in accordance with laws and regulations and Article 17 of the Company's Articles of Incorporation. This document will become part of the documents audited by the Corporate Auditors and Accounting Auditors when preparing the Audit Report.
 - (1) "5. Summary of the Contents of the Resolution Regarding the Development of Systems, etc., to Ensure the Appropriateness of Business Operations" and "6. Overview of the Operating Status of the System for Ensuring Appropriate Business Operations" of the Business Report
 - (2) "Consolidated Statements of Changes in Equity" and "Notes to the Consolidated Financial Statements" of the Consolidated Financial Statements
 - (3) "Non-consolidated Statements of Changes in Equity" and "Notes to the Non-consolidated Financial Statements" of the Non-consolidated Financial Statements
 3. In case any significant changes occur with regard to the date, time, administration of venue, etc. of this Annual Meeting of Shareholders due to the situation regarding the spread of COVID-19 or government announcements, etc. related to that until the day of the Annual Meeting of Shareholders, a notice will be posted on the Company's website (<https://chugai.co.jp/en/>). Please check the information there.
 4. If you are attending the Annual Meeting of Shareholders, we kindly ask you to submit the enclosed voting rights exercise form to the receptionist at the venue.
 5. As infection-prevention measures may also be taken at the venue of this Annual Meeting of Shareholders, your cooperation would be highly appreciated.
 6. Administration staff will be wearing masks on the date of the Annual Meeting of Shareholders. As in previous years, this Annual Meeting of Shareholders will be held in a Cool Biz style without ties.

Reference Document for the Annual Meeting of Shareholders

Meeting Agenda and Referential Matters

Item No. 1: Appropriation of Retained Earnings

With regard to the appropriation of retained earnings, the Company sets the continuation of a stable dividend as its basic policy while taking business performance into account. By comprehensively considering the earnings status and business environment, etc. of the current fiscal year, the Company proposes to set the year-end dividend for the 81st business period at 70 yen per share as follows:

- (1) Type in which dividends are paid

Cash payment

- (2) Allocation of dividends and total amount of dividends

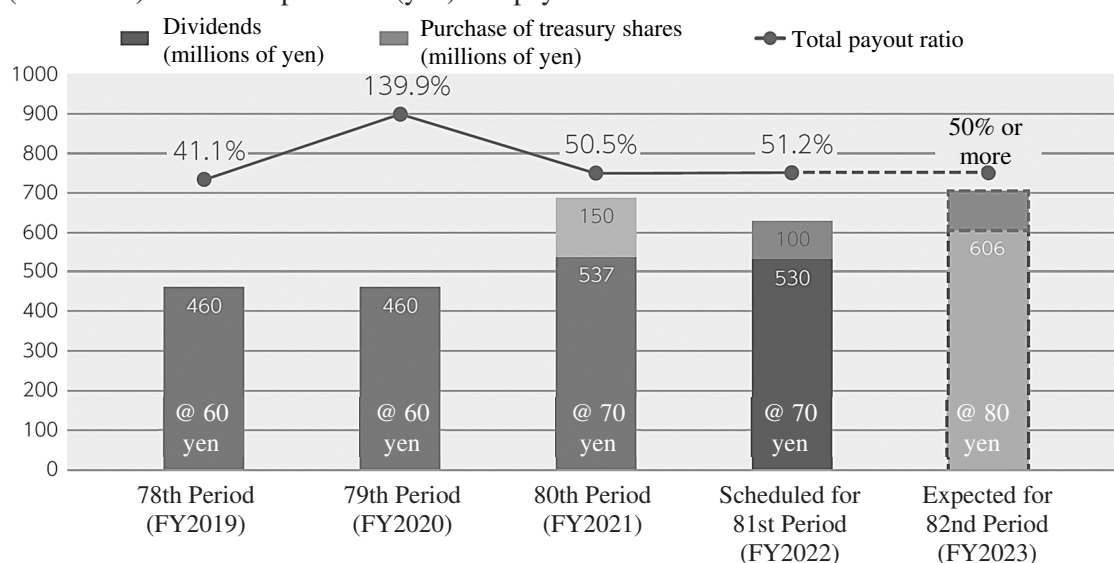
70 yen per common share of the Company

In this case, the total amount of dividends shall be 530,772,690 yen.

- (3) Effective date on which dividends are disbursed from retained earnings

June 29, 2023

(Reference) Dividends per share (yen) and payout ratio



(Note) In the Chugai Ro Group Medium-Term Management Plan (FY2022–FY2026), the Company has set a basic policy of stable dividends, aiming for a total return ratio of 50% or more, including share buybacks.

Item No. 2: Election of Eight (8) Directors

The term of office of all eight (8) Directors will expire at the conclusion of this Annual Meeting of Shareholders. Accordingly, shareholders are requested to approve the appointment of eight (8) Directors.

The candidates for Director are as follows.

Candidate No.		Name			Current position and responsibility at the Company and Significant concurrent positions
1	Reappointment	Akira Ozaki	(Male)		President and Representative Director
2	Reappointment	Shigeki Negoro	(Male)		Director, General Manager of Business Administration Division
3	Reappointment	Masanori Niiya	(Male)		Director, General Manager of Business Reform Promotion Department
4	Reappointment	Mamoru Sakata	(Male)		Director, General Manager of Plant Division
5	Reappointment	Mitsuru Nagahama	(Male)		Director, General Manager of Heat Treatment Furnace Division
6	Reappointment	Masaaki Nomura	(Male)	Outside Independent	Director Chairman of the Board of Tezukayama Gakuin
7	Reappointment	Ryo Sato	(Male)	Outside Independent	Director
8	Reappointment	Yoko Tsujimoto	(Female)	Outside Independent	Director Senior Internal Auditor of Sumitomo Mitsui Trust Bank, Limited

Candidate No. 1

Candidate	Akira Ozaki (May 31, 1957) Reappointment
Number of the Company's shares owned 12,200 shares Attendance of the Board of Directors meetings (%) 100% (12/12)	Brief profile, position and responsibility at the Company (Significant concurrent positions) April 1980 Joined the Company April 2003 General Manager of Production Management Department of Product Center of the Company April 2005 Vice Chairman of the Board and Deputy General Manager of Chugai Ro Thermal Engineering (Shanghai) Co., Ltd. January 2008 General Manager of Production Management Department of Product Center of the Company November 2011 Deputy General Manager of Product Center of the Company April 2013 Executive Officer, General Manager of Product Center of the Company April 2015 Executive Officer, General Manager of Corporate Planning Office, Business Administration Division of the Company June 2016 Director, General Manager of Corporate Planning Office, Business Administration Division of the Company April 2017 Director, General Manager of Heat Treatment Furnace Division of the Company April 2020 President and Representative Director of the Company (incumbent)
Reasons for Nomination as a Candidate for Director Since assuming office as Representative Director of the Company, Mr. Akira Ozaki has been demonstrating leadership. He is well acquainted with business management through his duty overseeing management as a whole, with managerial experience in overseas subsidiaries. The Company therefore has determined that he can be expected to continuously leverage such abundant experience and knowledge in the management of the Company.	

Candidate No. 2

Candidate	Shigeki Negoro (November 24, 1958) Reappointment
Number of the Company's shares owned 5,400 shares Attendance of the Board of Directors meetings (%) 100% (12/12)	Brief profile, position and responsibility at the Company (Significant concurrent positions) April 1981 Joined the Daiwa Bank, Limited (present Resona Bank, Limited) June 2009 Executive Officer of Resona Bank, Limited April 2012 Managing Executive Officer of Resona Bank, Limited April 2013 Senior Managing Executive Officer of Resona Bank, Limited March 2016 Retired from Resona Bank, Limited April 2016 President and Representative Director of Resona Business Service Co., Ltd. March 2017 Retired from Resona Business Service Co., Ltd. April 2017 Advisor of the Company June 2017 Director, Deputy General Manager of Business Administration Division of the Company April 2018 Director, General Manager of Plant Division of the Company April 2020 Director, General Manager of Corporate Planning Office, Business Administration Division of the Company April 2021 Director, General Manager of Business Administration Division of the Company (incumbent)
Reasons for Nomination as a Candidate for Director Mr. Shigeki Negoro has experience as corporate manager, and work experience and knowledge in business sectors of the Company. The Company therefore has determined that he can be expected to continuously leverage such experience and knowledge in the management of the Company.	

Candidate No. 3

Candidate	Masanori Niiya (February 15, 1957) Reappointment
<p>Number of the Company's shares owned 9,600 shares</p> <p>Attendance of the Board of Directors meetings (%) 100% (12/12)</p>	<p>Brief profile, position and responsibility at the Company (Significant concurrent positions)</p> <p>April 1981 Joined the Company</p> <p>April 2007 General Manager of Engineering Department, Display Department of the Company</p> <p>April 2008 General Manager of SA Project Office, Heat Treatment Furnace Department of the Company</p> <p>April 2010 Head of NE Group, New Energy Project Office of the Company</p> <p>April 2012 Executive Officer, General Manager of New Energy Project Office and Head of NE Group of the Company</p> <p>April 2013 Executive Officer, General Manager of Development Promotion Office of the Company</p> <p>April 2014 Executive Officer, General Manager of Business Development Office of the Company</p> <p>April 2015 Executive Officer, General Manager of Business Development Office, Technology Management Division of the Company</p> <p>June 2016 Director, General Manager of Business Development Office, Technology Management Division of the Company</p> <p>April 2017 Director, General Manager of New Business Division of the Company</p> <p>April 2019 Director, General Manager of Development Division of the Company</p> <p>April 2020 Director, General Manager of Converting Technology Division of the Company</p> <p>April 2022 Director, General Manager of Business Reform Promotion Section of the Company (incumbent)</p>
<p>Reasons for Nomination as a Candidate for Director</p> <p>Mr. Masanori Niiya has experience and knowledge in the respective fields of new product development, information and communications. The Company therefore has determined that he can be expected to continuously leverage such work experience and knowledge.</p>	

Candidate No. 4

Candidate	Mamoru Sakata (January 19, 1962) Reappointment
<p>Number of the Company's shares owned 8,700 shares</p> <p>Attendance of the Board of Directors meetings (%) 100% (12/12)</p>	<p>Brief profile, position and responsibility at the Company (Significant concurrent positions)</p> <p>April 1984 Joined the Company</p> <p>April 2009 General Manager of Engineering Department, Plant Department of the Company</p> <p>April 2013 Executive Officer, General Manager of Plant Department of the Company</p> <p>April 2016 Executive Officer, General Manager of Plant Division of the Company</p> <p>June 2016 Director, General Manager of Plant Division of the Company</p> <p>April 2018 Director, General Manager of Corporate Planning Office, Business Administration Division of the Company</p> <p>April 2019 Director, Deputy General Manager of Business Administration Division, and General Manager of Corporate Planning Office, Business Administration Division of the Company</p> <p>April 2020 Director, General Manager of Plant Division of the Company (incumbent)</p>
<p>Reasons for Nomination as a Candidate for Director</p> <p>Mr. Mamoru Sakata has abundant experience and knowledge in the plant sector, and work experience and knowledge in the planning sector. The Company therefore has determined that he can be expected to continuously leverage such experience and knowledge in the management of the Company.</p>	

Candidate No. 5

Candidate	Mitsuru Nagahama (August 10, 1957) Reappointment
<p>Number of the Company's shares owned 6,000 shares</p> <p>Attendance of the Board of Directors meetings (%) 100% (12/12)</p>	<p>Brief profile, position and responsibility at the Company (Significant concurrent positions)</p> <p>April 1983 Joined the Company</p> <p>April 2010 General Manager of Construction Department, Heat Treatment Furnace Department of the Company</p> <p>April 2013 General Manager of Maintenance Engineering Department, Heat Treatment Furnace Department of the Company</p> <p>April 2016 Executive Officer, General Manager of Maintenance Engineering Department, Heat Treatment Furnace Division of the Company</p> <p>April 2017 Senior Executive Officer, General Manager of Maintenance Engineering Department, Heat Treatment Furnace Division of the Company</p> <p>April 2020 Senior Executive Officer, General Manager of Heat Treatment Furnace Division of the Company</p> <p>June 2020 Director, General Manager of Heat Treatment Furnace Division of the Company (incumbent)</p>
<p>Reasons for Nomination as a Candidate for Director</p> <p>Mr. Mitsuru Nagahama has abundant experience in the heat treatment furnace business sector. He also has knowledge in the maintenance business which the Company focuses on, demonstrating leadership as the person in charge. The Company therefore has determined that he can be expected to leverage such experience and knowledge in the management of the Company.</p>	

Candidate No. 6

Candidate	Masaaki Nomura (March 29, 1952) Reappointment Outside Independent
<p>Number of the Company's shares owned 0 shares</p> <p>Attendance of the Board of Directors meetings (%) 100% (12/12)</p>	<p>Brief profile, position and responsibility at the Company (Significant concurrent positions)</p> <p>April 1974 Joined the Daiwa Bank, Limited (present Resona Bank, Limited)</p> <p>May 2003 President and Representative Director of Resona Bank, Limited</p> <p>June 2007 Vice Chairman and Director of Resona Bank, Limited Chairman and Director of Resona Trust & Banking Co., Ltd. (present Resona Bank, Limited)</p> <p>May 2009 Retired from Resona Bank, Limited</p> <p>June 2010 Outside Auditor of Asahi Broadcasting Corporation (present Asahi Broadcasting Group Holdings Corporation)</p> <p>June 2011 Chairman and Director of New Japan Chemical Co., Ltd.</p> <p>June 2014 Auditor of the Company</p> <p>June 2015 Director of the Company (incumbent) Retired from New Japan Chemical Co., Ltd.</p> <p>July 2015 Chairman of the Board of Tezukayama Gakuin (incumbent)</p> <p>June 2018 Retired from Asahi Broadcasting Group Holdings Corporation (Significant concurrent positions) Chairman of the Board of Tezukayama Gakuin</p>
<p>Reasons for Nomination as a Candidate for Outside Director and Outline of Expected Roles</p> <p>Mr. Masaaki Nomura has been serving as a representative director in a listed company, and has abundant experience and deep insight and capability as a corporate manager. He has been appropriately supervising the management as an Outside Auditor of the Company from June 2014, and Outside Director of the Company since June 2015. The Company highly rates his experience and capability, and therefore proposes to continuously nominate him as an Outside Director, for he can be expected to supervise and offer effective advice with regard to the management of the Company as a whole through his role if nominated as Outside Director.</p>	

Candidate No. 7

Candidate	Ryo Sato (April 6, 1947)	Reappointment Outside Independent
<p>Number of the Company's shares owned 0 shares</p> <p>Attendance of the Board of Directors meetings (%) 100% (12/12)</p>	<p>Brief profile, position and responsibility at the Company (Significant concurrent positions)</p> <p>September 1973 Joined Nippon Kokan K. K. (present JFE Holdings, Inc.)</p> <p>April 2001 General Manager of Solution Engineering Center of JFE Engineering Corporation</p> <p>March 2008 Retired from JFE Engineering Corporation</p> <p>April 2008 Representative Director of Danieli Engineering Japan Ltd.</p> <p>June 2017 Retired from Resona Business Service Co., Ltd.</p> <p>April 2018 Advisor of the Company</p> <p>June 2019 Director of the Company (incumbent)</p> <p>(Significant concurrent positions) Not applicable</p>	
<p>Reasons for Nomination as a Candidate for Outside Director and Outline of Expected Roles</p> <p>Mr. Ryo Sato has abundant experience and broad knowledge as a corporate manager as well as abundant experience in plant business. He has been appropriately supervising the management as an Outside Director since June 2019. The Company highly rates such experience and capability, and therefore proposes to continuously nominate him as an Outside Director, for he can be expected to supervise and offer effective advice leveraging such knowledge through his role if nominated as Outside Director.</p>		

Candidate No. 8

Candidate	Yoko Tsujimoto (May 21, 1958)	Reappointment Outside Independent
<p>Number of the Company's shares owned 0 shares</p> <p>Attendance of the Board of Directors meetings (%) 100% (10/10)</p>	<p>Brief profile, position and responsibility at the Company (Significant concurrent positions)</p> <p>April 1981 Joined the Daiwa Bank, Limited (present Resona Bank, Limited)</p> <p>April 2004 Transferred to D&I Information Systems, Inc. (present Resona Digital I, Inc.)</p> <p> Seconded to Resona Bank, Limited</p> <p>January 2006 Seconded to IBM Japan, Ltd.</p> <p>January 2007 Retired from D&I Information Systems, Inc.</p> <p>February 2007 Joined Sumitomo Trust Bank, Limited (present Sumitomo Mitsui Trust Bank, Limited)</p> <p>April 2017 Head of Internal Audit Department</p> <p>May 2018 Retired from Sumitomo Mitsui Trust Bank, Limited</p> <p>June 2018 Senior Internal Auditor of Sumitomo Mitsui Trust Bank, Limited (incumbent)</p> <p>June 2022 Director of the Company (incumbent)</p> <p>(Significant concurrent positions) Senior Internal Auditor of Sumitomo Mitsui Trust Bank, Limited</p>	
<p>Reasons for Nomination as a Candidate for Outside Director and Outline of Expected Roles</p> <p>Although Ms. Yoko Tsujimoto has not been involved in the management of the Company in any way other than as an Outside Director, she has long been involved in systems and auditing divisions and has a wealth of expertise and experience. She has been appropriately supervising management of the Company as an Outside Director since June 2022. The Company highly rates such experience and capability, and therefore proposes to continuously nominate her as an Outside Director, for she can be expected to supervise and offer effective advice leveraging such knowledge through her role if nominated as Outside Director.</p>		

Notes:

1. There are no special conflicts of interest between the candidates and the Company.
2. Mr. Masaaki Nomura, Mr. Ryo Sato, and Ms. Yoko Tsujimoto are the candidates for Outside Director. Mr. Masaaki Nomura is currently an Outside Director of the Company, and his term in office as Outside Director will be eight years at the conclusion of this Annual Meeting of Shareholders. Mr. Ryo Sato is currently an Outside Director of the Company, and his term in office as Outside Director will be four years at the conclusion of this Annual Meeting of Shareholders. Ms. Yoko Tsujimoto is currently an Outside Director

of the Company, and her term in office as Outside Director will be one year at the conclusion of this Annual Meeting of Shareholders.

3. Based on Article 427, Paragraph 1 of the Companies Act, the Company has concluded an agreement with Mr. Masaaki Nomura, Mr. Ryo Sato, and Ms. Yoko Tsujimoto which limits their liability for damages as stipulated in Article 423, Paragraph 1, limiting to the minimum liability amount set forth in Article 425, Paragraph 1 of the same act. If any of the candidates are renominated, the Company will continue the agreement between them.
4. The Company has concluded a Directors and Officers Liability Insurance Contract (D&O Insurance) stipulated in Article 430-3 of the amended Companies Act (enforced on March 1, 2021) with an insurance company under which all Directors, Corporate Auditors, and Executive Officers of the Company and all of its subsidiaries are the insured. All candidates in the proposal for nomination will become the insured of the same insurance.
5. Mr. Masaaki Nomura, Mr. Ryo Sato, and Ms. Yoko Tsujimoto are presently notified as independent officers pursuant to the provisions of the Tokyo Stock Exchange, Inc. If renominated as Outside Directors, the Company will continue to notify Tokyo Stock Exchange that they are independent officers pursuant to the said provisions of the Tokyo Stock Exchange, Inc.

Item No. 3: Election of Two (2) Corporate Auditors

At the conclusion of this Annual Meeting of Shareholders, Corporate Auditor Mr. Kenichiro Nanba will retire by resignation, and the terms of office for Corporate Auditors Mr. Syozo Seki and Mr. Paul Ch'en will expire. Considering the current state of the Company's auditing system and determining the best course of action to ensure the effectiveness of audits by Corporate Auditors continues to be ensured, we therefore propose that the number of Corporate Auditors be three (3), with two (2) being outside auditors, and that two (2) auditors be elected.

With regard to this agenda item, the consent of the Board of Corporate Auditors has been obtained.

The candidates for Corporate Auditors are as follows.

Candidate No. 1

Candidate	Tsuyoshi Takeuchi (May 15, 1959)	New Appointment Outside Independent
Number of the Company's shares owned 0 shares	Brief profile, position and responsibility at the Company (Significant concurrent positions)	
Attendance of the Board of Directors meetings (%) -/-	October 1983 Joined the Osaka Office of Peat, Marwick, Mitchell & Co. (present KPMG) April 1988 Registered as a Certified Public Accountant September 1993 Head of the ASEAN-JAPAN CENTRE, KPMG Singapore Office June 1999 Representative Partner of Century Audit Corporation June 2003 Representative Partner of AZSA & Co. (present KPMG AZSA LLC) July 2021 Representative Director, PM Business Solutions Inc. (incumbent) June 2022 Outside Auditor, CKD Corporation (incumbent) (Significant concurrent positions) Representative Director, PM Business Outside Auditor, CKD Corporation	
Reasons for Nomination as a Candidate for Outside Auditor Mr. Tsuyoshi Takeuchi has a wealth of specialized knowledge as a certified public accountant and extensive experience overseas that will be reflected in corporate audits, and the Company therefore has determined that he will be able to monitor overall management from an objective point of view and provide effective advice.		

Item No. 4: Election of One (1) Substitute Corporate Auditor

As preparation in case there is a shortfall in the number of Corporate Auditors as required by law, the Company proposes the nomination of one (1) Substitute Corporate Auditor.

With regard to this agenda item, the consent of the Board of Corporate Auditors has been obtained.

The candidate for Substitute Corporate Auditor is as follows.

Candidate	Koji Okano (October 13, 1978)	New Appointment Outside Independent
Number of the Company's shares owned 0 shares	Brief profile, position and responsibility at the Company (Significant concurrent positions) December 2008 Registered as an attorney (Osaka Bar Association) January 2009 Joined Midosuji LPC January 2017 Partner, Midosuji LPC (incumbent) (Significant concurrent positions) Partner, Midosuji LPC	
Reasons for Nomination as a Candidate for Substitute Corporate Auditor Although Mr. Koji Okano has no direct experience in the management of a company in the past, he has professional knowledge as an attorney and extensive experience in corporate legal affairs, and the Company proposes his nomination as a Substitute Outside Auditor so that his talents can be utilized in audits of the Company.		

Notes:

1. There are no special conflicts of interest between the candidate and the Company
2. Mr. Koji Okano is a candidate for Substitute Outside Auditor.
3. If Mr. Koji Okano becomes a Corporate Auditor, the Company will enter into a limited liability agreement with him. The outline of the limited liability agreement is that, with regard to the liability under Article 423, Paragraph 1 of the Companies Act, if he performs the duties of an auditor in good faith and without gross negligence, the amount stipulated by laws and regulations shall be the limit.
4. The Company has concluded a Directors and Officers Liability Insurance Contract (D&O Insurance) stipulated in Article 430-3 of the amended Companies Act (enforced on March 1, 2021) with an insurance company under which all Directors, Corporate Auditors, and Executive Officers of the Company and all of its subsidiaries are the insured. If Mr. Koji Okano becomes a Corporate Auditor, he will be included in the insured of the insurance contract.
5. Mr. Koji Okano satisfies the requirements for independent officer pursuant to the provisions of the Tokyo Stock Exchange, Inc. If approved and appointed as a Corporate Auditor, he will be an independent officer.

<Management Structure after Approval of Proposal 2 and 3 (planned)>

	Name	Outside	Areas where expertise may be demonstrated in particular							
			Corporate management	Design, technology, research and development	Sales, marketing	Manufacturing, construction, engineering work	Finance and accounting	Legal affairs, risk management	IT, digital	Global
Director	Akira Ozaki		●			●			●	●
	Shigeki Negoro		●				●	●		
	Masanori Niiya			●					●	
	Mamoru Sakata		●	●						
	Mitsuru Nagahama			●	●	●				
	Masaaki Nomura	●	●		●		●			
	Ryo Sato	●	●	●	●					●
	Yoko Tsujimoto	●						●	●	
Corporate Auditor	Toshiya Araki						●	●		
	Tsuyoshi Takeuchi	●					●	●		●
	Masanori Hirata	●						●		

The above list indicates areas of expertise that each candidate is more knowledgeable in based on experience, etc. It does not fully cover the knowledge each possesses.