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Securities code: 1952
June 6, 2023

To Shareholders with Voting Rights:

Shinji Maekawa
Representative Director, President and
Chief Operating Officer
Shin Nippon Air Technologies Co., Ltd.
2-31-1, Nihombashihamacho, Chuo-ku,
Tokyo, Japan

**NOTICE OF
THE 54th ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 54th Ordinary General Meeting of Shareholders of Shin Nippon Air Technologies Co., Ltd. (the “Company”) will be held as described below.

In convening this General Meeting of Shareholders, measures for electronic provision of information will be implemented for the information contained in the Reference Documents, etc. for this General Meeting of Shareholders (matters subject to the measures for electronic provision), which will be posted on the Company’s websites on the Internet. You are kindly requested to access the website below and check the information.

The Company’s website

<https://www.snk.co.jp/ir/stock/kabunushi.html> (in Japanese language only)

In addition to the website above, matters subject to measures for electronic provision are also posted on the website of Tokyo Stock Exchange, Inc. (TSE). You can access this information through the TSE website (Listed Company Search) below by entering “Shin Nippon Air Technologies” in the “Issue name (company name)” field or “1952,” the securities code of the Company in the “Code” field to search, select “Basic information” and “Documents for public inspection/PR information,” in that order, and inspect the information posted under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”

Tokyo Stock Exchange’s website (Listed Company Search)

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

If you are unable to attend the meeting in person, you can exercise your voting rights via the Internet or in writing. Please review the Reference Documents for the General Meeting of Shareholders and the Guide to Exercise of Voting Rights on page 3 (in Japanese language only) and exercise your voting rights no later than 5:30 p.m. on Thursday, June 22, 2023, Japan time.

- 1. Date and Time:** Friday, June 23, 2023 at 10:00 a.m. Japan time
- 2. Place:** Exhibition Hall, 3rd Floor, Nihonbashi Plaza Building
2-3-4, Nihombashi, Chuo-ku, Tokyo, Japan

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the Company's 54th Fiscal Year (April 1, 2022 - March 31, 2023) and results of audits by the Independent Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company's 54th Fiscal Year (April 1, 2022 - March 31, 2023)

Proposals to be resolved:

- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Partial Amendments to the Articles of Incorporation
- Proposal 3:** Election of Seven (7) Directors (Excluding Audit and Supervisory Committee Members)
- Proposal 4:** Election of Two (2) Directors Serving as Audit and Supervisory Committee Member

4. Notes concerning this General Meeting of Shareholders:

Among the matters subject to the measures for electronic provision, the following items are not stated in the document to be sent to shareholders who have made a request for delivery of documents in paper form, pursuant to laws and regulations as well as Article 15 of the Company's Articles of Incorporation. Therefore, the delivered documents are included in the documents audited by the Audit and Supervisory Committee and the Independent Auditor in the preparation of the audit report and independent audit report, respectively.

- Matters regarding Stock Option Rights of the Company, The Systems to Ensure the Appropriateness of Operations and Outline of the Operational Status of the Systems, and Basic Policies regarding Control of the Company in the Business Report
- Consolidated Statement of Changes in Equity and Notes to Consolidated Financial Statements in the Consolidated Financial Statements
- Non-consolidated Statement of Changes in Equity and Notes to Non-consolidated Financial Statements in the Non-consolidated Financial Statements

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- ◆ For those attending, please present the enclosed Voting Rights Exercise Form at the reception desk upon arrival at the meeting.
 - ◆ Should matters subject to the measures for electronic provision require revisions, the revised versions will be posted on the websites previously stated.
 - ◆ As a measure to reduce energy consumption, the meeting will be held with a "cool biz" dress code. We ask for your understanding.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company considers the return of profits to shareholders as one of its most important management initiatives, and to ensure stable return of profits to our shareholders, maintains a basic policy of profit distribution with a consolidated dividend payout ratio of 30% or more, or a dividend on equity ratio (DOE) of no less than 3%.

In line with the basic policy, the Company proposes the year-end dividend for the fiscal year in review to be as follows. Therefore, the annual dividend for the fiscal year in review amounts to ¥80 combined with an interim dividend of ¥20, resulting in a consolidated dividend payout ratio of 33.4% and a dividend on equity ratio (DOE) of 4.0%.

1. Type of Property for Dividends:
Cash
2. Allotment of Property for Dividends and Total Amount Thereof:
¥60 per share of the Company's common stock
(¥55 of ordinary dividend and ¥5 of special dividend)
Total amount of dividends: ¥1,401,719,940
3. Effective Date of Distribution of Surplus:
June 26, 2023

Proposal 2: Partial Amendments to the Articles of Incorporation

1. Reasons for the amendments

To prepare for diversification of our future business operations, the Company proposes to make additions to the current Article 2 (Purpose) of the Articles of Incorporation.

2. Details of the amendments

Details of the amendments are as follows:

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed amendments
<p style="text-align: center;">Chapter 1 General Provisions</p> <p>(Purpose)</p> <p>Article 2 The purpose of the Company is to engage in the following business activities:</p> <p>1. to 6. (Omitted) <New></p> <p>7. Manufacturing, buying and selling, and installation of relevant units and devices concerning items 1 through item 6.</p> <p>8. <u>Design, construction, operation, monitoring, and relevant consulting services</u> of systems related to improving energy consumption and reducing environmental burden of air conditioning equipment, water supply and drainage equipment, and electric equipment, etc.</p> <p style="text-align: center;"><New></p> <p style="text-align: center;"><New></p> <p style="text-align: center;"><New></p> <p style="text-align: center;"><New></p> <p style="text-align: center;"><New></p> <p style="text-align: center;"><New></p> <p style="text-align: center;"><New></p>	<p style="text-align: center;">Chapter 1 General Provisions</p> <p>(Purpose)</p> <p>Article 2 The purpose of the Company is to engage in the following business activities:</p> <p>1. to 6. (Unchanged)</p> <p>7. <u>Development, design, and construction of facilities related to emission reducing, absorbing, and utilization, etc. of greenhouse gas.</u></p> <p>8. Manufacturing, buying and selling, and installation of relevant units and devices concerning items 1 through item 7.</p> <p>9. <u>Development, design, manufacturing, construction, operation, and monitoring of controlling devices and units, as well as systems related to improving energy consumption and reducing environmental burden of air conditioning equipment, water supply and drainage equipment, and electric equipment, etc.</u></p> <p>10. <u>Development, design, construction, supervision, selling, and monitoring of systems related to telecommunication and security for buildings, etc.</u></p> <p>11. <u>Energy supply business and power generation business of electricity and heat, etc.</u></p> <p>12. <u>Business related to treatment, collection, and transportation of water and industrial waste, etc.</u></p> <p>13. <u>Business related to maintenance and management, security, and cleaning, etc. of buildings and equipment, etc.</u></p> <p>14. <u>Business related to buying and selling, brokerage, rental, management, and appraisal of real estates, as well as management of parking lots.</u></p> <p>15. <u>Business related to dispatch, etc. of workers.</u></p> <p>16. <u>Manufacturing, processing, selling, leasing, rental, and export and import of construction materials, industrial</u></p>

Current Articles of Incorporation	Proposed amendments
<New>	<u>materials, and industrial chemicals products, etc.</u> 17. <u>Manufacturing, processing, selling, and export and import of agricultural, forestry, and fishery products and materials thereof, etc., as well as planning, development, and supply of relevant products and services.</u>
<New>	18. <u>Business related to transportation of passengers and cargos, as well as development, design, manufacturing, selling, leasing, rental, export and import, and repair, etc. of machinery and equipment, etc. for transportation.</u>
<New>	19. <u>Business related to research, technical development, and equipment designing, etc. concerning maintaining or improving living environment in cold climate, in the high mountains, and in space, etc.</u>
<New>	20. <u>Business related to non-life insurance business and solicitation of life insurance.</u>
<New>	21. <u>Business related to trading of emission allowance for greenhouse gas and carbon credits, etc.</u>
<New>	22. <u>Business activities related to investments in corporations, organizations, projects, etc. and investors that are related to businesses from item 10 through item 21.</u>
<u>9.</u> Maintenance and management of equipment, units, and devices regarding the aforementioned items.	<u>23.</u> Maintenance, management, and consulting services of equipment, units, and devices regarding the aforementioned items.
<u>10.</u> Other business activities incidental to the aforementioned items.	<u>24.</u> All other business activities incidental to the aforementioned items.

Proposal 3: Election of Seven (7) Directors (Excluding Audit and Supervisory Committee Members)

The terms of office of all seven (7) Directors (excluding Audit and Supervisory Committee Members; hereinafter the same applies in this proposal) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of seven (7) Directors.

The candidates for Directors are as follows:

No.		Name	Current positions and responsibilities at the Company
1	[Reelection]	Hiroshi Natsui	Representative Director, Chairman
2	[Reelection]	Shinji Maekawa	Representative Director, President and Chief Operating Officer, in charge of Management & Planning
3	[Reelection]	Masaki Ito	Director and Managing Executive Officer, General Manager of Tokyo Metropolitan Division
4	[Reelection]	Kiyoshi Inoue	Director and Senior Executive Officer, General Manager of Administration Division
5	[New election]	Hidekatsu Noda	Senior Executive Officer, General Manager of Business Development Division
6	[New election]	Masanori Hiroshima	Senior Executive Officer, General Manager of Engineering Division
7	[Reelection] [Outside] [Independent]	Shigeki Morinobu	Director

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions
1	<p>[Reelection]</p> <p>Hiroshi Natsui (November 4, 1950)</p>	<p>April 1979 Joined the Company</p> <p>April 2005 Executive Officer, General Manager of Renewal Division, Tokyo Metropolitan Division</p> <p>April 2006 Senior Executive Officer, General Manager of Renewal Division, Tokyo Metropolitan Division</p> <p>June 2006 Director and Senior Executive Officer, General Manager of Renewal Division, Tokyo Metropolitan Division</p> <p>April 2008 Director and Senior Executive Officer, General Manager of Business Promotion Division</p> <p>June 2008 Managing Director and Managing Executive Officer, General Manager of Business Promotion Division</p> <p>June 2010 Senior Managing Director and Senior Managing Executive Officer, General Manager of Business Promotion Division</p> <p>April 2011 Senior Managing Director and Senior Managing Executive Officer, General Manager of Tokyo Metropolitan Division</p> <p>April 2013 Senior Managing Director and Senior Managing Executive Officer, General Manager of Business Development Division</p> <p>June 2013 Director, Vice President, General Manager of Business Development Division</p> <p>April 2014 Director, Vice President</p> <p>June 2014 Representative Director, President and Chief Operating Officer</p> <p>June 2021 Representative Director, Chairman (current position)</p>
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Hiroshi Natsui serves as Representative Director, Chairman and has been leading the Group's management over the years, fulfilling his duties by encouraging proactive participation in the meetings as Chairman of the Board of Directors, as well as promoting the strengthening of the corporate governance system. The Company has judged that, utilizing his abundant experience and extensive insights regarding overall business of the Company, he will continue to contribute to the Company's sustainable growth and mid- to long-term corporate value improvement, and is a suitable candidate.</p> <p>[Number of shares of the Company held] 42,413 shares</p>		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
2	[Reelection] Shinji Maekawa (June 5, 1959)	April April April April April June April June	1983 Joined the Company 2012 Deputy General Manager of Renewal Division, Tokyo Metropolitan Division 2016 Branch Manager of Kanto Branch, Tokyo Metropolitan Division 2018 Executive Officer, Branch Manager of Kanto Branch, Tokyo Metropolitan Division 2019 Senior Executive Officer, General Manager of Renewal Division, Tokyo Metropolitan Division 2020 Director and Senior Executive Officer, General Manager of Renewal Division, Tokyo Metropolitan Division 2021 Director and Senior Executive Officer in charge of Management & Planning 2021 Representative Director, President and Chief Operating Officer in charge of Management & Planning (current position)
	[Reason for nomination as candidate for Director] Mr. Shinji Maekawa serves as Representative Director, President and Chief Operating Officer and leads the Group's management, fulfilling his duties by directing promotion of management plans. The Company has judged that, utilizing his abundant experience and extensive insights regarding overall business of the Company, he will continue to contribute to the Company's sustainable growth and mid- to long-term corporate value improvement, and is a suitable candidate. [Number of shares of the Company held] 18,768 shares		
3	[Reelection] Masaki Ito (October 30, 1959)	April April April April April June June	1990 Joined the Company 2011 Deputy Branch Manager of Osaka Branch 2014 Executive Officer, Branch Manager of Osaka Branch 2018 Senior Executive Officer, General Manager of Industrial Facilities Division, Tokyo Metropolitan Division 2019 Senior Executive Officer, Deputy General Manager of Tokyo Metropolitan Division and General Manager of Industrial Facilities Division 2020 Senior Executive Officer, General Manager of Tokyo Metropolitan Division 2020 Director and Senior Executive Officer, General Manager of Tokyo Metropolitan Division 2022 Director and Managing Executive Officer, General Manager of Tokyo Metropolitan Division (current position)
	[Reason for nomination as candidate for Director] As the person responsible for Tokyo Metropolitan Division, Mr. Masaki Ito has been fulfilling his duties by promoting management plans with his experience working in vital positions in the engineering division. The Company has judged that, utilizing his abundant experience and extensive insights garnered so far, he will continue to contribute to the Company's sustainable growth and mid- to long-term corporate value improvement, and is a suitable candidate. [Number of shares of the Company held] 14,980 shares		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
4	[Reelection] Kiyoshi Inoue (October 28, 1964)	April 1987	Joined the Company
		April 2012	General Manager of Human Resources Division, Administration Division
		April 2015	Deputy General Manager of Administration Division and General Manager of Human Resources Division
		October 2018	Deputy General Manager of Administration Division
		April 2019	Executive Officer, General Manager of Administration Division
		April 2021	Senior Executive Officer, General Manager of Administration Division
		June 2021	Director and Senior Executive Officer, General Manager of Administration Division (current position)
[Reason for nomination as candidate for Director] As the person responsible for the administration division, Mr. Kiyoshi Inoue has been fulfilling his duties by promoting thorough compliance. The Company has judged that, utilizing his abundant experience and extensive insights garnered so far, he will continue to contribute to the Company's sustainable growth and mid- to long-term corporate value improvement, and is a suitable candidate.			
[Number of shares of the Company held]		9,570 shares	
5	[New election] Hidekatsu Noda (August 20, 1964)	April 1987	Joined the Company
		April 2010	General Manager of Sales Division II, Urban Facilities Division, Urban Facilities and Renewal Division
		April 2012	General Manager of Sales Division I, Urban Facilities Division, Tokyo Metropolitan Division
		October 2014	Deputy General Manager of Urban Facilities Division, Tokyo Metropolitan Division and General Manager of Sales Division I
		April 2020	Executive Officer, Deputy General Manager of Tokyo Metropolitan Division
		April 2022	Executive Officer, General Manager of Business Development Division
		April 2023	Senior Executive Officer, General Manager of Business Development Division (current position)
[Reason for nomination as candidate for Director] As the person responsible for the sales division, Mr. Hidekatsu Noda has been fulfilling his duties by promoting sales activities. The Company has judged that, utilizing his abundant experience and extensive insights garnered so far, he will contribute to the Company's sustainable growth and mid- to long-term corporate value improvement, and is a suitable candidate.			
[Number of shares of the Company held]		5,298 shares	

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
6	<p>[New election]</p> <p>Masanori Hiroshima (September 14, 1967)</p>	<p>April 1990</p> <p>April 2016</p> <p>April 2019</p> <p>April 2021</p> <p>April 2022</p> <p>April 2023</p>	<p>Joined the Company</p> <p>General Manager of Facility Solution Center, Tokyo Metropolitan Division</p> <p>Deputy General Manager of Business Promotion Division</p> <p>General Manager of Digitalization Promotion Office</p> <p>Executive Officer, General Manager of Engineering Division</p> <p>Senior Executive Officer, General Manager of Engineering Division (current position)</p> <p>[Reason for nomination as candidate for Director] As the person responsible for the engineering division, Mr. Masanori Hiroshima has been fulfilling his duties by promoting improvements in safety standards and quality in engineering, as well as implementation of IT and digital transformation. The Company has judged that, utilizing his abundant experience and extensive insights garnered so far, he will contribute to the Company's sustainable growth and mid- to long-term corporate value improvement, and is a suitable candidate.</p> <p>[Number of shares of the Company held] 3,039 shares</p>
7	<p>[Reelection] [Outside] [Independent]</p> <p>Shigeki Morinobu (January 5, 1950)</p>	<p>April 1973</p> <p>July 1997</p> <p>July 1998</p> <p>January 2003</p> <p>July 2004</p> <p>July 2005</p> <p>January 2007</p> <p>April 2007</p> <p>June 2015</p> <p>March 2018</p>	<p>Joined Ministry of Finance</p> <p>Director of the Planning and Administration Division, Tax Bureau</p> <p>Professor at Graduate School of Law and Politics, Osaka University</p> <p>Director – General of Tokyo Customs</p> <p>Visiting Researcher and Lecturer at Princeton University and Visiting Scholar at Columbia Law School</p> <p>President of Policy Research Institute, Ministry of Finance</p> <p>Special Economist of Policy Research Institute, Ministry of Finance (current position)</p> <p>Professor at Chuo Law School</p> <p>Director of the Company (current position)</p> <p>Research Director of The Tokyo Foundation for Policy Research (current position)</p> <p>[Reason for nomination as candidate for Outside Director and overview of expected roles] As Outside Director, Mr. Shigeki Morinobu has been giving essential suggestions and advice for overall management and has been appropriately supervising the management. The Company has judged that, utilizing his abundant experience in areas such as public administration and extensive insights as an academic, he will continue to contribute to the Company's sustainable growth and mid- to long-term corporate value improvement, and is a suitable candidate. In addition, he also serves as a member of the Nomination and Compensation Committee and gives essential suggestions and advice on judgements on the transparency and appropriateness related to election of Directors and decisions on compensation, etc. The Company expects him to continue fulfilling the role of effective supervision.</p> <p>[Number of shares of the Company held] 7,789 shares</p>

- Notes:
1. There are no special interests between each candidate and the Company.
 2. Mr. Shigeki Morinobu is a candidate for Outside Director.
 3. The Company has notified Tokyo Stock Exchange that Mr. Shigeki Morinobu is an independent director, and he will continue to be an independent director if his reelection is approved.
 4. The tenure as an Outside Director for Mr. Shigeki Morinobu will be eight (8) years at the conclusion of this General Meeting of Shareholders.
 5. The Company has entered into an agreement with Mr. Shigeki Morinobu, pursuant to Article 427, Paragraph 1 of the Companies Act that limits the amount of his liability as set forth in Article 423, Paragraph 1 of the same Act. The maximum amount of liability based on this agreement is the amount stipulated by laws and regulations. If his reelection is approved, the Company plans to continue said agreement with him.
 6. The Company has entered into an indemnity agreement with each of Mr. Hiroshi Natsui, Mr. Shinji Maekawa, Mr. Masaki Ito, Mr. Kiyoshi Inoue, and Mr. Shigeki Morinobu, pursuant to Article 430-2, Paragraph 1 of the Companies Act. If the reelection of each of them is approved, the Company plans to continue said agreement with each of them. Moreover, If Mr. Hidekatsu Noda's and Mr. Masanori Hiroshima's elections are approved, the Company plans to enter into said agreement with each of the two. The overview of said agreement is as stated in page 23 of the Business Report (only in the Japanese original).
 7. The Company has entered into a directors and officers liability insurance agreement with an insurance company, pursuant to Article 430-3, Paragraph 1 of the Companies Act. The overview of said agreement is as stated in page 23 of the Business Report (only in the Japanese original). Each of the candidates are listed as the insured under said agreement and will continue to be insured if each of their elections is approved. The Company plans to renew said agreement with the same contents at its renewal.

Proposal 4: Election of Two (2) Directors Serving as Audit and Supervisory Committee Member

The terms of office of Directors serving as Audit and Supervisory Committee Member Mr. Toshihiko Morimoto and Ms. Yumiko Umehara will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company proposes the election of two (2) Directors serving as Audit and Supervisory Committee Member.

The Audit and Supervisory Committee has previously given its approval to this Proposal.

The candidates for Directors serving as Audit and Supervisory Committee Member are as follows:

No.		Name	Current positions and responsibilities at the Company
1	[Reelection]	Toshihiko Morimoto	Director, Full-time Audit and Supervisory Committee Member
2	[Reelection] [Outside] [Independent]	Yumiko Umehara	Director, Audit and Supervisory Committee Member

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions
1	<p>[Reelection]</p> <p>Toshihiko Morimoto (September 17, 1960)</p>	<p>July 1983 Joined the Company</p> <p>June 2010 General Manager of Accounting Division, Administration Division</p> <p>October 2014 Deputy General Manager of Overseas Business Division</p> <p>December 2016 General Manager of Internal Control Division</p> <p>April 2020 Executive Officer, General Manager of Internal Control Division</p> <p>July 2020 Executive Officer, General Manager of Audit and Supervisory Committee's Office</p> <p>June 2021 Director, Full-time Audit and Supervisory Committee Member (current position)</p>
	<p>[Reason for nomination as candidate for Director serving as Audit and Supervisory Committee Member]</p> <p>As full-time Audit and Supervisory Committee Member, Mr. Toshihiko Morimoto has been fulfilling his roles by giving essential suggestions and advice from the perspective of legality and appropriateness related to management. The Company has judged that, utilizing his abundant experience and extensive insights garnered so far, he continues to be a suitable candidate to perform the duties of Director serving as Audit and Supervisory Committee Member.</p> <p>[Number of shares of the Company held] 6,364 shares</p>	
2	<p>[Reelection]</p> <p>[Outside]</p> <p>[Independent]</p> <p>Yumiko Umehara (December 31, 1973)</p>	<p>September 2000 Joined IBM Japan Ltd</p> <p>April 2004 Visiting Researcher at Institute for Sustainable Energy Policies</p> <p>April 2006 Established Value Frontier Co., Ltd. and served as Director</p> <p>April 2015 Established Satoyama Energy Co., Ltd. and serves as Director (current position)</p> <p>April 2019 Representative Director of Value Frontier Co., Ltd. (current position)</p> <p>June 2021 Director, Audit and Supervisory Committee Member of the Company (current position)</p>
	<p>[Reason for nomination as candidate for Outside Director serving as Audit and Supervisory Committee Member]</p> <p>As an Outside Director serving as Audit and Supervisory Committee Member, Ms. Yumiko Umehara has been giving essential suggestions and advice regarding overall management and appropriately supervising the management. The Company has judged that, utilizing her abundant experience and extensive insights as a corporate manager and an expert in environment and sustainability, she continues to be a suitable candidate to perform the duties. Moreover, from an objective and impartial position, she is expected to give essential suggestions and advice from the perspective of legality and appropriateness related to management, and continue to fulfill the role of effective supervision.</p> <p>[Number of shares of the Company held] 104 shares</p>	

- Notes:
1. There are no special interests between each candidate and the Company.
 2. Ms. Yumiko Umehara is a candidate for Outside Director. Her name on the family register is Yumiko Ishimori.
 3. The Company has notified Tokyo Stock Exchange that Ms. Yumiko Umehara is an independent director, and she will continue to be an independent director if her reelection is approved.
 4. The tenure as an Outside Director serving as Audit and Supervisory Committee Member for Ms. Yumiko Umehara will be two (2) years at the conclusion of this General Meeting of Shareholders.
 5. The Company has entered into an agreement with each of Mr. Toshihiko Morimoto and Ms. Yumiko Umehara, pursuant to Article 427, Paragraph 1 of the Companies Act that limits the amount of each of their liability as set forth in Article 423, Paragraph 1 of the same Act. The maximum amount of liability based on this agreement is the amount stipulated by laws and regulations. If their reelections are approved, the Company plans to continue said agreement with each of them.
 6. The Company has entered into an indemnity agreement with each of Mr. Toshihiko Morimoto and Ms. Yumiko Umehara, pursuant to Article 430-2, Paragraph 1 of the Companies Act. If the reelections of them are approved, the Company plans to continue said agreement with each of them. The overview of said agreement is as stated in page 23 of the Business Report (only in the Japanese original).
 7. The Company has entered into a directors and officers liability insurance agreement with an insurance company, pursuant to Article 430-3, Paragraph 1 of the Companies Act. The overview of said agreement is as stated in page 23 of the Business Report (only in the Japanese original). Each of the candidates are listed as the insured under said agreement and will continue to be insured if each of their reelections is approved. The Company plans to renew said agreement with the same contents at its renewal.

<Reference: Skill matrix of Directors>

The Board of Directors consists of Directors with expertise in corporate management/management strategies, engineering/research & development, sales/marketing, tax affairs/finance/accounting, legal affairs/risk management/management, sustainability, IT/digital transformation. These are expertise in Directors that the Company considers essential for sustainable growth of the Company.

If Proposal 3 and Proposal 4 are approved as originally proposed, the composition of the Company's Board of Directors will be as follows. We will continue to make considerations on the balance of the expertise and composition of Directors.

	Name	Nomination and Compensation Committee	Expertise						
			Corporate management, Management strategies	Engineering, Research & development	Sales, Marketing	Tax affairs, Finance, Accounting	Legal affairs, Risk management, Management	Sustainability	IT, Digital transformation
Director	Hiroshi Natsui		○	○	○				○
	Shinji Maekawa		○	○					○
	Masaki Ito		○	○					○
	Kiyoshi Inoue	○				○	○	○	○
	Hidekatsu Noda				○				○
	Masanori Hiroshima				○				○
	Shigeki Morinobu	Outside Independent	○				○	○	
Audit and Supervisory Committee Member	Toshihiko Morimoto					○	○		
	Yasushi Mizuno	Outside Independent	○					○	
	Hideki Tokai	Outside Independent				○	○		
	Yumiko Umehara	Outside Independent		○					○

(Note) The above table does not contain all insights or experience held by each candidate.