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Securities code: 7456

June 9, 2023

(Date of commencement of electronic provision measures: June 6, 2023)

To Shareholders with Voting Rights:

Yoshiaki Matsuda
President
MATSUDA SANGYO Co., Ltd.
26-2, 1-chome, Nishi-Shinjuku,
Shinjuku-ku, Tokyo, Japan

**NOTICE OF
THE 74th ORDINARY GENERAL MEETING OF SHAREHOLDERS**

We hereby inform you that the 74th Ordinary General Meeting of Shareholders of MATSUDA SANGYO Co., Ltd. (the “Company”) will be held as described below.

In convening this General Meeting of Shareholders, the Company has taken measures for electronic provision and thus posted the matters subject to measures for electronic provision on the following website as the “NOTICE OF THE 74th ORDINARY GENERAL MEETING OF SHAREHOLDERS.”

The Company’s website:

<https://www.matsuda-sangyo.co.jp/en/ir/stock/meeting.html>

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

Tokyo Stock Exchange (TSE) website:

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

Please access the above website, enter and search for the Company's name or securities code and select “Basic information” and then “Documents for public inspection/PR information” to find the information.

If you are unable to attend the meeting, you can exercise your voting rights via the Internet or in writing.

Please examine the following Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m. on Tuesday, June 27, 2023 (Japan time).

- 1. Date and Time:** Wednesday, June 28, 2023 at 10:00 a.m. Japan time
2. Place: Royal Hall II, 3rd Floor, RIHGA Royal Hotel Tokyo
1-104-19 Totsuka-machi, Shinjuku-ku, Tokyo, Japan

We are not providing souvenirs to shareholders attending the meeting.
We appreciate your understanding in advance.

3. Meeting Agenda:

Matters to be reported: The Business Report, Non-consolidated Financial Statements, and Consolidated Financial Statements for the Company's 74th Fiscal Year (April 1, 2022 - March 31, 2023) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements

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 Directors Who Are Audit and Supervisory Committee Members)
Proposal 4: Election of Four (4) Directors Who Are Audit and Supervisory Committee Members
Proposal 5: Payment of Retirement Allowance to a Retiring Director (Who is not an Audit and Supervisory Committee Member)
Proposal 6: Payment of Retirement Allowance to a Retiring Director Who is an Audit and Supervisory Committee Member

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- When attending the meeting, please submit the enclosed voting rights exercise form at the reception desk.
 - Any revisions to the matters subject to measures for electronic provision will be posted on the respective websites where these matters are posted.
 - The documents delivered are also documents stating the matters subject to measures for electronic provision based on the request for delivery of written documents. In accordance with provisions of laws and regulations as well as Article 14 of the Company's Articles of Incorporation, the following matters are not contained in the written documents delivered. Therefore, the documents delivered are part of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor in preparing audit reports.
 - (1) Notes to Consolidated Financial Statements of Consolidated Financial Statements
 - (2) Notes to Non-consolidated Financial Statements of Non-consolidated Financial Statements

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company proposes appropriation of surplus as follows.

The Company's basic policy on distribution of profits is to meet shareholder expectations by maintaining stable dividends while balancing the need for internal reserves, combined with timely shareholder returns. The Company will effectively use its internal reserves in investments for growth, including production facilities and research and development mainly for the precious metals business segment, with an aim to improve future profitability and enhance corporate structure.

The Company proposes to pay out an ordinary dividend of 25 yen as its year-end dividend for the fiscal year under review. As a result, annual dividends for the fiscal year under review would be 50 yen, including an interim dividend of 25 yen.

Matters regarding year-end dividend

(1) Type of dividend property

Cash

(2) Allotment of dividend property and total amount thereof

25 yen per common share of the Company is proposed.

The total amount of dividends in this case would be 652,142,775 yen.

(3) Effective date of dividends of surplus

June 29, 2023 is proposed.

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

The term of office of all seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter the same in this proposal) that are currently in office will expire at the conclusion of this meeting. Accordingly, the Company proposes to elect seven (7) Directors.

The Audit and Supervisory Committee has determined that each candidate is suited to be a Director of the Company as a result of comprehensively assessing the state of their business execution during the fiscal year under review as well as their expertise, experience, capabilities, etc.

Candidates for Director are as follows.

No.	Name	Current position	Attribute	Attendance at the Board of Directors meetings	Tenure as Director
1	Yoshiaki Matsuda	President	[Reappointment]	100% (14/14)	35 years
2	Koji Tsushima	Executive Vice President	[Reappointment]	100% (14/14)	21 years
3	Ryuichi Yamazaki	Director	[Reappointment]	100% (14/14)	16 years
4	Junichi Tsuzuki	Director	[Reappointment]	100% (14/14)	5 years
5	Kenji Isawa	Director	[Reappointment]	100% (14/14)	9 years
6	Takehiro Ueda	Director	[Reappointment]	100% (14/14)	3 years
7	Masayuki Wada	—	[New appointment]	—	—

- Notes:
1. There are no special interests between any of the candidates and the Company.
 2. The Company has entered into a directors and officers liability insurance agreement. If the election of these candidates is approved, they will be insured under the insurance agreement. Please refer to page 33 of the Business Report (available in Japanese only) for an outline of the insurance agreement and other details.
 3. The Company has entered into an indemnity agreement with each of the candidates for reappointment pursuant to the provisions of Article 430-2, Paragraph 1 of the Companies Act. If the election of the new candidate, Mr. Masayuki Wada, is approved, the Company intends to enter into the same indemnity agreement with him. Please refer to page 33 of the Business Report (available in Japanese only) for an outline of the indemnity agreement and other details.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
1	<p>Yoshiaki Matsuda (October 9, 1961) 61 years old</p> <p>[Reappointment]</p> <p>[Attendance at the Board of Directors meetings] 100% (14/14)</p> <p>[Tenure as Director] 35 years</p> <p>[Tenure as President] 20 years</p>	<p>October 1988</p> <p>January 1991</p> <p>July 1992</p> <p>June 1995</p> <p>January 1996</p> <p>April 1999</p> <p>January 2000</p> <p>May 2003</p> <p>June 2016</p> <p>May 2022</p>	<p>Director</p> <p>Managing Director</p> <p>In charge of Sales, Production, and Corporate Management Planning Dept.</p> <p>Senior Managing Director</p> <p>In charge of Sales and Corporate Management Planning Dept.</p> <p>Executive Vice President</p> <p>Representative Director</p> <p>President (current position)</p> <p>President (current position)</p> <p>Chairperson, Sustainability Committee (current position)</p>	3,160,265
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Yoshiaki Matsuda supervises company operations and executes resolutions by the Board of Directors and the Board of Executive Officers as President. He has engaged in management of the Company as its Director since 1988, and contributed to the development of the company business by utilizing a wealth of experience and wide-ranging knowledge accumulated over the years. Since assuming the office of President in 2003, he has demonstrated strong decisiveness and leadership, and consistently achieved sustained development of the company business as the Group's chief executive officer. The Company therefore proposes his reelection.</p>				
2	<p>Koji Tsushima (June 9, 1968) 55 years old</p> <p>[Reappointment]</p> <p>[Attendance at the Board of Directors meetings] 100% (14/14)</p> <p>[Tenure as Director] 21 years</p>	<p>August 2001</p> <p>August 2001</p> <p>June 2002</p> <p>May 2003</p> <p>June 2004</p> <p>February 2008</p> <p>July 2009</p> <p>April 2015</p> <p>June 2016</p>	<p>Joined the Company</p> <p>General Manager of Corporate Management Planning Dept.</p> <p>Director</p> <p>Managing Director</p> <p>Senior Managing Director</p> <p>Assistant to the President and in charge of Corporate Management Planning Division</p> <p>Assistant to the President, in charge of Corporate Management Planning Division and General Manager of Corporate Management Planning Dept.</p> <p>Executive Vice President (current position)</p> <p>Assistant to the President and General Manager of Corporate Management Planning Dept.</p> <p>Executive Vice President Executive Officer, Assistant to the President, and General Manager of Corporate Management Planning Dept. (current position)</p>	309,510
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Koji Tsushima is responsible for the corporate management planning division, and has engaged in a wide range of duties as Assistant to the President since 2004. As Executive Vice President and Executive Vice President Executive Officer, he is appropriately fulfilling his roles including decision-making on important management matters and supervision on business execution, while leading the Group's management and endeavoring to improve its corporate value. The Company therefore proposes his reelection.</p>				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held	
3	<p>Ryuichi Yamazaki (August 24, 1958) 64 years old</p> <p>[Reappointment]</p> <p>[Attendance at the Board of Directors meetings] 100% (14/14)</p> <p>[Tenure as Director] 16 years</p>	<p>April 1981 Joined the Company</p> <p>April 2004 General Manager of Environmental Business Dept., Environmental Business Division</p> <p>April 2006 Deputy General Manager of Environmental Business Division and General Manager of Environmental Solution Business Dept.</p> <p>January 2007 General Manager of Environmental Business Division and General Manager of Environmental Solution Business Dept.</p> <p>June 2007 Director (current position)</p> <p>October 2013 General Manager of Environmental Recycling Business Dept., Environmental Business Division</p> <p>April 2015 General Manager of Metals/Environment Sales Division, General Manager of Sales and Marketing Dept., General Manager of Business Planning and Promotion Dept., and in charge of Urban Recycling Business Dept.</p> <p>January 2016 General Manager of Metals/Environment Sales Division and in charge of Urban Recycling Business Dept.</p> <p>June 2016 Executive Officer</p> <p>April 2019 General Manager of Metals/Environment Sales Division, General Manager of Business Planning and Promotion Dept., and in charge of Metals/Environment International Business Division</p> <p>June 2019 Senior Executive Officer (current position) General Manager of Metals/Environment Sales Division and General Manager of Business Planning and Promotion Dept.</p> <p>April 2020 General Manager of Metals/Environment Sales Division</p> <p>April 2021 General Manager of Metals/Environment Sales Division, General Manager of Sales and Marketing I Dept., and General Manager of Sales and Marketing III Dept.</p> <p>April 2022 General Manager of Metals/Environment Sales Division and General Manager of Sales and Marketing I Dept.</p> <p>April 2023 General Manager of Metals/Environment Sales Division (current position)</p>	2,903	
		<p>[Reason for nomination as candidate for Director] Mr. Ryuichi Yamazaki has a wealth of experience and excellent track record, mainly as an executive in charge of sales for the precious metals business segment. As Director and Senior Executive Officer, he is appropriately fulfilling his roles including decision-making on important management matters and supervision on business execution, with responsibilities of General Manager of Metals/Environment Sales Division. The Company therefore proposes his reelection.</p>		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
4	Junichi Tsuzuki (October 15, 1957) 65 years old [Reappointment] [Attendance at the Board of Directors meetings] 100% (14/14) [Tenure as Director] 5 years	April 1983	Joined the Company	3,165
		April 2008 April 2015 October 2016 June 2017 June 2018 April 2019 June 2021	General Manager of International Development Dept., Precious Metals Business Division General Manager of Global Administration Dept., Corporate Administration Division General Manager of International Sales and Marketing Dept., Metals/Environment Sales Division and General Manager of Global Administration Dept., Corporate Administration Division Executive Officer Director (current position) General Manager of Metals/Environment International Business Division (current position) Senior Executive Officer (current position)	
[Reason for nomination as candidate for Director] Mr. Junichi Tsuzuki has a wealth of experience and excellent track record in the precious metals business segment, including operation of overseas locations, and is overseeing the entire international business as General Manager of Metals/Environment International Business Division. In addition, as Director and Senior Executive Officer, he is appropriately fulfilling his roles including decision-making on important management matters and supervision on business execution. The Company therefore proposes his reelection.				
5	Kenji Isawa (October 12, 1963) 59 years old [Reappointment] [Attendance at the Board of Directors meetings] 100% (14/14) [Tenure as Director] 9 years	April 1988	Joined MATSUDA SANGYO Co., Ltd. (former MATSUDA SANGYO Co., Ltd.)	3,696
		April 2012 April 2014 June 2014 June 2014 February 2016 June 2016 April 2018 April 2019 June 2019 November 2022	General Manager of Personnel and Education Dept. General Manager of Foods Division and General Manager of Marine Products Dept. General Manager of Marine Products Dept. and General Manager of Livestock & Meat Dept., Foods Division Director (current position) General Manager of Livestock & Meat Dept. and General Manager of Agricultural Products Dept., Foods Division Executive Officer (current position) General Manager of Marine Products Dept. and General Manager of International Business Development Dept. General Manager of Marine Products II Dept. General Manager of Business Planning and Promotion Dept. General Manager of Foods Division and General Manager of Business Planning and Promotion Dept. (current position)	
[Reason for nomination as candidate for Director] Mr. Kenji Isawa is supervising the entire foods business as General Manager of Foods Division by utilizing a wealth of knowledge and experience accumulated in the human resources-related division. In addition, as Director and Executive Officer, he is appropriately fulfilling his roles including decision-making on important management matters and supervision on business execution. The Company therefore proposes his reelection.				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
6	<p>Takehiro Ueda (July 27, 1972) 50 years old</p> <p>[Reappointment]</p> <p>[Attendance at the Board of Directors meetings] 100% (14/14)</p> <p>[Tenure as Director] 3 years</p>	<p>March 1996 Joined the Company</p> <p>April 2017 General Manager of Corporate Management Planning Dept.</p> <p>April 2020 General Manager of Administration Dept. and General Manager of Finance Dept.</p> <p>June 2020 Director and Executive Officer (current position)</p> <p>June 2020 General Manager of Administration Dept., General Manager of Finance Dept., and in charge of Bullion and Commodity Operations Dept.</p> <p>April 2022 General Manager of Administration Dept., General Manager of Finance Dept., and in charge of Information System Dept. and Bullion and Commodity Operations Dept.</p> <p>April 2023 General Manager of Administration Dept., General Manager of Accounting Dept., General Manager of Finance Dept., and in charge of Information System Dept. and Bullion and Commodity Operations Dept. (current position)</p> <p>[Significant concurrent positions] Director (part-time) of NIPPON MICROMETAL CORPORATION</p>	2,010
	<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Takehiro Ueda has a wealth of business experience and excellent track record accumulated in the corporate management planning division. As Director and Executive Officer, he is appropriately fulfilling his roles including decision-making on important management matters and supervision on business execution, with responsibilities of General Manager of Administration Dept., General Manager of Accounting Dept., General Manager of Finance Dept., and being in charge of Information System Dept. and Bullion and Commodity Operations Dept. The Company therefore proposes his reelection.</p>		
7	<p>Masayuki Wada (August 1, 1971) 51 years old</p> <p>[New appointment]</p> <p>[Attendance at the Board of Directors meetings] — % (—/—)</p> <p>[Tenure as Director] — years</p>	<p>March 1996 Joined the Company</p> <p>April 2020 General Manager of Human Resources Dept. (current position)</p> <p>June 2022 Executive Officer (current position)</p>	3,331
	<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Masayuki Wada has a wealth of practical experience and excellent track record in the administration-related divisions and has served as General Manager of Human Resources Dept. since April 2020. As Executive Officer, he is appropriately fulfilling his roles including decision-making on important matters and business execution. He also has sufficient ability to make decisions on important management matters, supervise business execution, etc. as Director. The Company therefore proposes his election.</p>		

Proposal 4: Election of Four (4) Directors Who Are Audit and Supervisory Committee Members

The term of office of all four (4) Directors who are Audit and Supervisory Committee Members that are currently in office will expire at the conclusion of this meeting. Accordingly, the Company proposes to elect four (4) Directors who are Audit and Supervisory Committee Members.

The consent of the Audit and Supervisory Committee has already been obtained for this Proposal. Candidates for Directors who are Audit and Supervisory Committee Members are as follows.

No.	Name	Current position	Attribute	Attendance at the Board of Directors meetings	Tenure as Director
1	Shinichi Hatakeyama	Outside Director Audit and Supervisory Committee Member	[Reappointment] [Outside] [Independent]	100% (14/14)	7 years
2	Toshihiko Uchiyama	Outside Director Audit and Supervisory Committee Member	[Reappointment] [Outside] [Independent]	100% (14/14)	8 years
3	Toshiyuki Kojima	Outside Director Audit and Supervisory Committee Member	[Reappointment] [Outside] [Independent]	100% (14/14)	4 years
4	Reiko Miyata	—	[New appointment] [Outside] [Independent]	—	—

- Notes:
1. Mr. Shinichi Hatakeyama, Mr. Toshihiko Uchiyama, Mr. Toshiyuki Kojima and Ms. Reiko Miyata are candidates for Outside Directors.
 2. Although Mr. Shinichi Hatakeyama and Mr. Toshihiko Uchiyama do not have direct experience in corporate management other than having served as outside officers, the Company has judged that they will be able to appropriately execute their duties as Outside Directors who are Audit and Supervisory Committee Members as described in [Reason for nomination as candidate for Outside Director and expected roles].
 3. Although Ms. Reiko Miyata does not have direct experience in corporate management, the Company has judged that she will be able to appropriately execute her duties as an Outside Director who is an Audit and Supervisory Committee Member as described in [Reason for nomination as candidate for Outside Director and expected roles].
 4. There are no special interests between any of the candidates and the Company.
 5. The Company has entered into a directors and officers liability insurance agreement. If the election of these candidates is approved, they will be insured under the insurance agreement. Please refer to page 33 of the Business Report (available in Japanese only) for an outline of the insurance agreement and other details.
 6. Liability Limitation Agreement with Outside Directors
If the election of four candidates is approved, the Company plans to enter into liability limitation agreements with them to limit their liability for damages to the amount prescribed by laws and regulations based on the Company's Articles of Incorporation. The limit of the liability of damages under such agreement shall be the Minimum Liability Amount prescribed in Article 425, Paragraph 1 of the Companies Act.
 7. The Company has registered Mr. Shinichi Hatakeyama, Mr. Toshihiko Uchiyama and Mr. Toshiyuki Kojima with Tokyo Stock Exchange Inc. as Independent Officers based on the stipulations of the Exchange. If their election as Directors who are Audit and Supervisory Committee Members is approved, the Company plans to register them with the Tokyo Stock Exchange Inc. as Independent Officers again.

If the election of the new candidate, Ms. Reiko Miyata, is approved, the Company plans to register her with the Tokyo Stock Exchange Inc. as an Independent Officer.

8. The Company has entered into indemnity agreements with Mr. Shinichi Hatakeyama, Mr. Toshihiko Uchiyama and Mr. Toshiyuki Kojima pursuant to the provisions of Article 430-2, Paragraph 1 of the Companies Act. If the election of Ms. Reiko Miyata is approved, the Company plans to enter into the same indemnity agreement with her. Please refer to page 33 of the Business Report (available in Japanese only) for an outline of the indemnity agreement and other details.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	<p>Shinichi Hatakeyama (March 18, 1953) 70 years old</p> <p>[Reappointment] [Outside] [Independent]</p> <p>[Attendance at the Board of Directors meetings] 100% (14/14)</p> <p>[Attendance at the Audit and Supervisory Committee] 100% (14/14)</p> <p>[Tenure as Outside Director Who is Audit and Supervisory Committee Member] 7 years</p>	<p>October 1981 Joined Shinko Audit Corporation</p> <p>September 1997 Employee, Chuo Audit Corporation</p> <p>July 2005 Representative partner, Chuo Audit Corporation</p> <p>August 2007 Representative partner, ShinNihon Audit Corporation (currently Ernst & Young ShinNihon LLC)</p> <p>June 2015 Retired from Ernst & Young ShinNihon LLC</p> <p>June 2016 Outside Director (Audit and Supervisory Committee Member), the Company (current position)</p>	0
<p>[Reason for nomination as candidate for Outside Director and expected roles]</p> <p>As a certified public accountant, Mr. Shinichi Hatakeyama has many years of experience and high expertise in the accounting field and has utilized his knowledge, experience, etc. to audit and supervise the Company's activities toward the enhancement of its governance. The Company therefore proposes his reelection as an Outside Director. The Company has registered Mr. Shinichi Hatakeyama as an Independent Officer stipulated by the Tokyo Stock Exchange Inc.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	<p>Toshihiko Uchiyama (July 7, 1952) 70 years old</p> <p>[Reappointment] [Outside] [Independent]</p> <p>[Attendance at the Board of Directors meetings] 100% (14/14)</p> <p>[Attendance at the Audit and Supervisory Committee] 100% (14/14)</p> <p>[Tenure as Outside Director Who is Audit and Supervisory Committee Member] 8 years</p>	<p>April 1975 Joined FUSO Audit Corporation</p> <p>January 1987 Employee, Shinko Audit Corporation</p> <p>June 1996 Representative partner, Chuo Audit Corporation</p> <p>August 2007 Representative partner, ShinNihon Audit Corporation (currently Ernst & Young ShinNihon LLC)</p> <p>June 2010 Retired from Ernst & Young ShinNihon LLC</p> <p>June 2011 Full-time outside auditor, the Company</p> <p>June 2015 Outside Director (Audit and Supervisory Committee Member), the Company (current position)</p>	0
<p>[Reason for nomination as candidate for Outside Director and expected roles]</p> <p>As a certified public accountant, Mr. Toshihiko Uchiyama has many years of experience and high expertise in the accounting field and has utilized his knowledge, experience, etc. to audit and supervise the Company's activities toward the enhancement of its governance. The Company therefore proposes his reelection as an Outside Director. The Company has registered Mr. Toshihiko Uchiyama as an Independent Officer stipulated by the Tokyo Stock Exchange Inc.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	<p>Toshiyuki Kojima (August 3, 1955) 67 years old</p> <p>[Reappointment] [Outside] [Independent]</p> <p>[Attendance at the Board of Directors meetings] 100% (14/14)</p> <p>[Attendance at the Audit and Supervisory Committee] 100% (14/14)</p> <p>[Tenure as Outside Director Who is Audit and Supervisory Committee Member] 4 years</p>	<p>April 1979 Joined Saitama Prefectural Government</p> <p>April 2009 Managing Director, Prefectural Citizen's Affairs and Public Relations Division, Department of Public Services, Saitama Prefectural Government</p> <p>April 2010 Supervising Director, Department of General Affairs & Managing Director, Personnel Division, Saitama Prefectural Government</p> <p>April 2011 Executive Director, Reform Policy Office, Department of Planning and Finance, Saitama Prefectural Government</p> <p>April 2012 Executive Director, Hospital Bureau, Saitama Prefectural Government</p> <p>April 2014 Executive Director, Department of Crisis Management and Disaster Prevention, Saitama Prefectural Government</p> <p>March 2016 Retired from Saitama Prefectural Government</p> <p>June 2016 Director; General Manager, Public Relations Division, FM NACK5 Co., Ltd.</p> <p>March 2019 Retired from FM NACK5 Co., Ltd.</p> <p>June 2019 Outside Director (Audit and Supervisory Committee Member), the Company (current position)</p>	0
<p>[Reason for nomination as candidate for Outside Director and expected roles] Mr. Toshiyuki Kojima has many years of experience and high expertise in the local governmental field, etc. and has utilized his knowledge, experience, etc. to audit and supervise the Company's activities toward the enhancement of its governance. The Company therefore proposes his reelection as an Outside Director. The Company has registered Mr. Toshiyuki Kojima as an Independent Officer stipulated by the Tokyo Stock Exchange Inc.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	<p>Reiko Miyata (July 18, 1956) 66 years old</p> <p>[New appointment] [Outside] [Independent]</p> <p>[Attendance at the Board of Directors meetings] — % (—/—)</p> <p>[Attendance at the Audit and Supervisory Committee] — % (—/—)</p> <p>[Tenure as Outside Director Who is Audit and Supervisory Committee Member] — years</p>	<p>April 1979 Joined Sumitomo Corporation</p> <p>July 1983 Retired from Sumitomo Corporation</p> <p>May 1986 Joined the Secretariat of The Japan Society of Educational Sociology</p> <p>January 1990 Retired from The Japan Society of Educational Sociology</p> <p>November 1995 Yokohama City Housing Policy Council Member</p> <p>December 1999 Retired from Yokohama City Housing Policy Council</p> <p>June 2000 Yokohama City Planning Council Member</p> <p>July 2002 Retired from Yokohama City Planning Council</p> <p>January 2003 Opened Office WEG</p>	0
	<p>[Reason for nomination as candidate for Outside Director and expected roles]</p> <p>Ms. Reiko Miyata has a wealth of experience in human resources development as a training instructor and a consultant. She also served as a council member of a local government has deep insight into social activities. The Company expects her to utilize her knowledge, experience, etc. to audit and supervise the Company's activities toward the enhancement of its governance and proposes her election as an Outside Director.</p>		

Proposal 5: Payment of Retirement Allowance to a Retiring Director (Who is not an Audit and Supervisory Committee Member)

At the conclusion of this General Meeting of Shareholders, Director Yuji Katayama (who is not an Audit and Supervisory Committee Member; hereinafter the same in this proposal) will retire due to the expiration of his term of office. To compensate him for his efforts while in office, the Company intends to pay retirement allowance within a reasonable scope in accordance with the Company's standards and proposes that decisions on the specific amount, the timing and method of payment, etc. be entrusted to the Board of Directors. The content of the payment of retirement allowance to the retiring Director is reasonable as it follows the policy on determination of the amount of remuneration, etc. for Directors determined by the Company's Board of Directors described on pages 34 and 35 of the Business Report (available in Japanese only).

The career summary of the retiring Director is as follows.

Name		Career summary
Yuji Katayama	June 2002	Director
	July 2009	Managing Director
	June 2016	Director and Managing Executive Officer
	June 2019	Director and Senior Managing Executive Officer (current position)

Proposal 6: Payment of Retirement Allowance to a Retiring Director Who is an Audit and Supervisory Committee Member

At the conclusion of this General Meeting of Shareholders, Director who is an Audit and Supervisory Committee Member Kaoru Yokomise will retire due to the expiration of her term of office. To compensate her for her efforts while in office, the Company intends to pay retirement allowance within a reasonable scope in accordance with the Company's standards and proposes that the specific amount, the timing and method of payment, etc. be left to consultation among Directors who are Audit and Supervisory Committee Members. The amount of the fixed monthly remuneration for a Director who is an Audit and Supervisory Committee Member and the amount of retirement allowance to be paid at the time of retirement shall be within the limits of the total amount of remuneration resolved at the Ordinary General Meeting of Shareholders held on June 25, 2015. The amount of retirement allowance to be paid to the retiring Director is based on the Regulations of Retirement Allowance for Directors who are Audit and Supervisory Committee Members and is objective and reasonable.

The career summary of the retiring Director who is an Audit and Supervisory Committee Member is as follows.

Name	Career summary
Kaoru Yokomise June 2021	Outside Director (Audit and Supervisory Committee Member) (current position)

Reference 1 Composition of Officers after Approval of the Proposal (Management Team after June 28, 2023)

Each Director's key skills and fields of expertise are marked with a ●.

Name		Position	Corporate management	Focus business and business experience	Finance and accounting	Legal affairs and risk management	HR, labor relations, and HR development	ESG (Environment, society, governance, IT)
Yoshiaki Matsuda	Reappointment	President	●	●				
Koji Tsushima	Reappointment	Executive Vice President (Executive Vice President Executive Officer)	●	●				
Ryuichi Yamazaki	Reappointment	Director (Managing Executive Officer)	●	●				
Junichi Tsuzuki	Reappointment	Director (Senior Executive Officer)	●	●				
Kenji Isawa	Reappointment	Director (Senior Executive Officer)	●	●			●	
Takehiro Ueda	Reappointment	Director (Executive Officer)	●	●	●			●
Masayuki Wada	New appointment	Director (Executive Officer)	●	●		●	●	●
Shinichi Hatakeyama	Reappointment Outside Independent	Director (Chairperson of the Audit and Supervisory Committee)			●	●		
Toshihiko Uchiyama	Reappointment Outside Independent	Director (Audit and Supervisory Committee Member)			●	●		
Toshiyuki Kojima	Reappointment Outside Independent	Director (Audit and Supervisory Committee Member)	●			●	●	
Reiko Miyata	New appointment Outside Independent	Director (Audit and Supervisory Committee Member)					●	●

Executive Officer Team

Below is the planned list of Executive Officers after the 74th Ordinary General Meeting of Shareholders.

Name	Position	Responsibilities
Yoshiaki Matsuda	President	Chairperson, Sustainability Committee
Koji Tsushima	Executive Vice President Executive Officer	Assistant to the President and in charge of Corporate Division & General Manager of Corporate Management Planning Dept.
Ryuichi Yamazaki	Managing Executive Officer	General Manager of Metals/Environment Sales Division
Junichi Tsuzuki	Senior Executive Officer	General Manager of Metals/Environment International Business Division
Kenji Isawa	Senior Executive Officer	General Manager of Food Division and General Manager of Business Planning and Promotion Dept.
Takehiro Ueda	Executive Officer	General Manager of Administration Dept., General Manager of Accounting Dept., General Manager of Finance Dept., and in charge of Information System Dept. and Bullion and Commodity Operations Dept.
Masayuki Wada	Executive Officer	General Manager of Human Resources Dept., TRM Chairman, and in charge of General Affairs Dept. and Legal Dept.
Yuichiro Shindo	Executive Officer	General Manager of Precious Metals Material Division, General Manager of Chemical Products Dept., General Manager of Industrial Products Dept., and in charge of Technical Development Dept.
Yuji Masui	Executive Officer	General Manager of Precious Metals Recycling Division
Yoshinori Tanaka	Executive Officer	General Manager of CSR IR Dept. and General Manager in charge of Corporate Management Planning Dept.
Hiroyuki Kawamura	Executive Officer	General Manager of Agricultural Products Dept., Foods Division
Kazuo Ikeda	Executive Officer	General Manager of Environmental Solution Division, General Manager of Solution Business Dept., and General Manager of Production Dept.
Hidehito Imai (new appointment)	Executive Officer	General Manager of Production Control Division, General Manager of Production Management Dept. and in charge of Quality Assurance Dept.