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(Stock Exchange Code 9409)

June 14, 2023

(Date of commencement of electronic provision measures: June 7, 2023)

To Stockholders with Voting Rights:

Hiroshi Hayakawa
Chairman
TV Asahi Holdings Corporation
9-1 Roppongi 6-chome, Minato-ku, Tokyo

**NOTICE OF
THE 83RD ORDINARY GENERAL MEETING OF STOCKHOLDERS**

Dear Stockholders:

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

We hereby notify you of the 83rd Ordinary General Meeting of Stockholders of TV Asahi Holdings Corporation (the “Company”). The Meeting will be held for the purposes as described below.

When convening this general meeting of shareholders, the Company has taken measures for providing information in electronic format (the “electronic provision measures”) and has posted matters subject to the electronic provision measures on the following Company’s website as “Notice of the 83rd Ordinary General Meeting of Stockholders.”

- The Company website: <https://www.tv-asahihd.co.jp/soukai/>

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

- The Tokyo Stock Exchange website
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

To view this information, please access the above website (Listed Company Search), enter the company’s name or stock exchange code, and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

- “Net de Shoshu (online convocation)” service: <https://s.srdb.jp/9409/> (Japanese only)

You may exercise your voting rights in advance by either returning the enclosed Voting Rights Exercise Form indicating your approval or disapproval, or exercising your voting rights via the Internet by accessing the website for exercising voting rights designated by the Company indicated on the Voting Rights Exercise Form, so you are kindly invited to review the Reference Documents for the Ordinary Meeting of Stockholders as listed below and exercise your voting rights by the end of business hours (i.e. 6:00 p.m.) on Wednesday, June 28, 2023.

- 1. Date and Time:** Thursday, June 29, 2023, at 10:00 a.m. Japan time
(Reception is scheduled to begin at 9:00 a.m.)
- 2. Place:** EX THEATER ROPPONGI
1-2-9 Nishiazabu, Minato-ku, Tokyo
The venue of the meeting is different from last year.
- 3. Meeting Agenda:**
- Matters to be reported:**
1. Business Report, Consolidated Financial Statements for the Company's 83rd 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 83rd 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 Ten (10) Members of the Board (Excluding Members of the Board who are Members of the Audit and Supervisory Committee)
- Proposal 4:** Election of Five (5) Members of the Board who are Members of the Audit and Supervisory Committee

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- When attending the Meeting, please present the enclosed Voting Rights Exercise Form at the reception desk.
 - If you exercise your voting rights both via the Internet and in writing, the vote exercised via the Internet shall be treated as valid. If you exercise your voting rights more than once via the Internet, the last exercise of your voting rights shall be deemed valid.
 - If you do not indicate your approval or disapproval of any of the proposals on the enclosed Voting Rights Exercise Form, we will treat it as approval.
 - If any amendments are made to matters subject to the electronic provision measures, such amendments will be posted together with the original and revised versions in Japanese only on the respective websites where the matters are posted.

Reference Documents

for the Ordinary General Meeting of Stockholders

Proposal 1: Appropriation of Surplus

The Company regards the sharing of profits with stockholders as an important policy. The Company's basic dividend policy is to maintain stable distribution of ordinary dividends aimed at sustainable growth while also maintaining the balance with securing the retained earnings needed to strengthen the corporate foundations essential to a certified broadcasting holding company that wholly owns terrestrial, BS, and CS broadcast operators over the long term. In addition to ordinary dividend distributions, the Company also regards it as a basic policy to reward stockholders through the distribution of commemorative dividends to mark key events, and special dividends determined with consideration of financial results and other factors in each fiscal period.

In accordance with this basic policy, we propose that the year-end dividend be as follows:

1. Matters regarding the year-end dividend
 - (1) Type of property for dividend: Cash
 - (2) Matters regarding the appropriation of property for dividend to stockholders and its total amount
30 yen per share of the common stock of the Company
(Ordinary dividend of 20 yen and special dividend of 10 yen)
Total amount: 3,172,287,870 yen
 - (3) Effective date of distribution of surplus
June 30, 2023

2. Other matters regarding the appropriation of surplus
Not applicable.

Proposal 2: Partial Amendments to the Articles of Incorporation

1. Reason for the amendments

The Company proposes to add a business purpose to Article 2 (Purpose) of the current Articles of Incorporation in anticipation of the implementation and expansion of businesses related to the SDGs engaged by the Company and its subsidiaries.

2. Contents of the amendments

The contents of the amendments are as follows:

(Underlines indicate amended sections)

Current Articles of Incorporation	Proposed amendments
<p style="text-align: center;">CHAPTER I. GENERAL PROVISIONS</p> <p>(Purpose) Article 2 The purpose of the Company shall be to hold shares or equity interest, etc. of companies (including foreign companies), partnerships (including the equivalent of partnerships in foreign countries), and other business entities engaging in the following businesses, and thereby to control and administrate the business activities of those companies, etc. as a certified broadcasting holding company:</p> <p style="text-align: center;">(Omitted)</p> <p>7. Leasing of real estate, facilities and equipment</p> <p style="text-align: center;">(Omitted)</p> <p style="text-align: center;">(Newly established)</p> <p><u>30.</u> Any and all businesses incidental or related to any of the business specified under the foregoing items.</p>	<p style="text-align: center;">CHAPTER I. GENERAL PROVISIONS</p> <p>(Purpose) Article 2 (Unchanged)</p> <p style="text-align: center;">(Unchanged)</p> <p>7. <u>Sales and</u> leasing of real estate, <u>facilities, equipment, and vehicles</u></p> <p style="text-align: center;">(Unchanged)</p> <p><u>30. Production, sales, exhibition, and rental of works made by using, or processed from, used materials</u></p> <p><u>31.</u> Any and all businesses incidental or related to any of the business specified under the foregoing items.</p>

Proposal 3: Election of Ten (10) Members of the Board (Excluding Members of the Board who are Members of the Audit and Supervisory Committee)

The terms of office of all incumbent Members of the Board (excluding Members of the Board who are Members of the Audit and Supervisory Committee) will expire at the conclusion of this Ordinary General Meeting of Stockholders. Accordingly, the election of ten (10) Members of the Board (excluding Members of the Board who are Members of the Audit and Supervisory Committee) is proposed.

The candidates are as follows:

No.				Name	Current positions and responsibilities	Attendance at the Board of Directors meetings
1	Reappointment			Hiroshi Hayakawa	Chairman /In charge of SDGs Management Department	11 out of 11 meetings
2	Reappointment			Hiroshi Shinozuka	President /In charge of Human Resources Division	11 out of 11 meetings
3	Reappointment			Toru Takeda	Member of the Board /In charge of Network Strategy Department and Compliance Audit Department	11 out of 11 meetings
4	Reappointment			Gengo Sunami	Member of the Board /In charge of Corporate Strategy Division and assistant in charge of SDGs Management Department	11 out of 11 meetings
5	Reappointment			Junji Itabashi	Member of the Board /In charge of Administration Division and assistant in charge of SDGs Management Department	8 out of 8 meetings
6	Reappointment			Arata Nishi	Member of the Board /In charge of Public Relations	8 out of 8 meetings
7	Reappointment	Outside		Shiro Nakamura	Member of the Board	10 out of 11 meetings
8	New appointment			Takashi Horie	—	—
9	New appointment	Outside		Noriyuki Tada	—	—
10	New appointment	Outside	Independent	Sanae Tanaka	—	—

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Hiroshi Hayakawa (January 1, 1944) (Reappointment)	<p>April 1967 Joined the Company</p> <p>June 1995 General Manager, Public Relations Division</p> <p>February 1996 General Manager, Programming Division</p> <p>March 1997 General Manager, News Division</p> <p>September 1998 Vice Director-General, News and Information Headquarters; General Manager, News Division (treated as a Corporate Director)</p> <p>June 1999 Member of the Board, Director-General, Programming and Entertainment Headquarters</p> <p>February 2000 Member of the Board, Director-General, Programming Headquarters</p> <p>June 2001 Executive Director, Director-General, Programming Headquarters</p> <p>March 2002 Executive Director, Director-General, Programming Headquarters; General Manager, Programming and Entertainment Division</p> <p>February 2003 Executive Director, General Manager, Programming and Entertainment Division</p> <p>June 2005 Senior Executive Director</p> <p>June 2007 Executive Vice President</p> <p>June 2009 President</p> <p>October 2013 Representative Director, TV Asahi Successor Preparatory Company (currently TV Asahi Corporation)</p> <p>April 2014 President, TV Asahi Corporation</p> <p>June 2014 Chairman and CEO of the Company Chairman and CEO, TV Asahi Corporation</p> <p>June 2019 Chairman & CEO of the Company Chairman & CEO, TV Asahi Corporation</p> <p>February 2022 Chairman & CEO and President & COO, TV Asahi Corporation</p> <p>June 2022 Chairman of the Company (incumbent) Chairman, TV Asahi Corporation (incumbent)</p> <p>Responsibility at the Company In charge of SDGs Management Department</p> <p>Significant concurrent positions Chairman, TV Asahi Corporation Member of the Board, TOEI COMPANY, LTD.</p> <p>Reason for election Mr. Hiroshi Hayakawa was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in programming and news, he has deep insight and sound judgment as an Operating Director regarding the television broadcasting business overall. Since assuming the position of President and Chairman, he has headed the Group and made many accomplishments with his strong leadership. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	74,822

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
2	Hiroshi Shinozuka (June 15, 1962) (Reappointment)	<p>April 1986 Joined the Company June 2012 General Manager, News Division April 2014 General Manager, News Division, TV Asahi Corporation June 2014 Member of the Board of the Company Member of the Board, General Manager, News Division, TV Asahi Corporation November 2018 Member of the Board, TV Asahi Corporation June 2019 Executive Director, TV Asahi Corporation June 2022 President of the Company (incumbent) President, TV Asahi Corporation (incumbent)</p> <p>Responsibility at the Company In charge of Human Resources Division</p> <p>Significant concurrent positions President, TV Asahi Corporation Board Director, The Asahi Shimbun Company Director, Asahi Broadcasting Group Holdings Corporation Director, Video Research Ltd.</p> <p>Reason for election Mr. Hiroshi Shinozuka was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in news and businesses related to the Internet, he has shown deep insight and sound judgment regarding the television broadcasting business overall as President of the Company and President of TV Asahi Corporation. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	27,245
3	Toru Takeda (November 29, 1950) (Reappointment)	<p>April 1974 Joined the Company February 2003 General Manager, Human Resources Division June 2004 Member of the Board, General Manager, Human Resources Division June 2007 Member of the Board of the Company June 2009 Executive Director, Director-General, Production Headquarters, TV Asahi Productions Co., Ltd. June 2011 President, TV Asahi Productions Co., Ltd. June 2014 Executive Director of the Company Executive Director, TV Asahi Corporation June 2016 Senior Executive Director of the Company Senior Executive Director, TV Asahi Corporation June 2019 Member of the Board of the Company (incumbent) Vice Chairman, TV Asahi Corporation (incumbent)</p> <p>Responsibility at the Company In charge of Network Strategy Department and Compliance Audit Department</p> <p>Significant concurrent positions Vice Chairman, TV Asahi Corporation</p> <p>Reason for election Mr. Toru Takeda was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in marketing sales, networks, and personnel affairs, he has deep insight and sound judgment as an Operating Director regarding the television broadcasting business overall and made many accomplishments including serving as President of a Group company. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	47,773

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	Gengo Sunami (October 20, 1956) (Reappointment)	<p>April 1979 Joined the Company June 2008 General Manager, Administration Division June 2010 Member of the Board, General Manager, Administration Division of the Company June 2012 Member of the Board of the Company April 2014 Member of the Board, TV Asahi Corporation June 2014 Executive Director, TV Asahi Corporation June 2016 President, TV Asahi Corporation June 2019 President, Asahi Satellite Broadcasting Limited Executive Vice President of the Company Member of the Board, TV Asahi Corporation June 2022 Member of the Board & Corporate Advisor, Asahi Satellite Broadcasting Limited(incumbent) Member of the Board of the Company (incumbent) Executive Vice President, TV Asahi Corporation (incumbent)</p> <p>Responsibility at the Company In charge of Corporate Strategy Division and assistant in charge of SDGs Management Department</p> <p>Significant concurrent positions Executive Vice President, TV Asahi Corporation Member of the Board & Corporate Advisor, Asahi Satellite Broadcasting Limited Managing Director, TOEI ANIMATION CO., LTD.</p> <p>Reason for election Mr. Gengo Sunami was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in the content business, general administration, finance, and management strategy, and accomplishments including serving as President of Asahi Satellite Broadcasting Limited, a major business subsidiary, he has acquired deep insight and sound judgment as an Operating Director regarding the television broadcasting business overall. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company’s operations.</p>	51,097
5	Junji Itabashi (March 26, 1964) (Reappointment)	<p>April 1987 Joined the Company July 2016 General Manager, Administration Division General Manager, Administration Division, TV Asahi Corporation June 2019 Member of the Board, General Manager, Administration Division of the Company Member of the Board, General Manager, Administration Division, TV Asahi Corporation July 2021 Member of the Board, TV Asahi Corporation June 2022 Member of the Board of the Company (incumbent) Executive Director, TV Asahi Corporation (incumbent)</p> <p>Responsibility at the Company In charge of Administration Division and assistant in charge of SDGs Management Department</p> <p>Significant concurrent positions Executive Director, TV Asahi Corporation</p> <p>Reason for election Mr. Junji Itabashi was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in programming, marketing sales, and general administration, he has deep insight and sound judgment as an Operating Director regarding the television broadcasting business overall. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company’s operations.</p>	13,534

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
6	Arata Nishi (August 2, 1965) (Reappointment)	<p>April 1989 Joined SENKOSHA Co., Ltd. October 1997 Joined the Company July 2014 General Manager, Programming Division, TV Asahi Corporation June 2019 Member of the Board of the Company Member of the Board, General Manager, Programming Division, TV Asahi Corporation July 2020 Member of the Board, General Manager, Content Programming Division, TV Asahi Corporation June 2022 Member of the Board of the Company (incumbent) Executive Director, General Manager, Content Programming Division, TV Asahi Corporation (incumbent)</p> <p>Responsibility at the Company In charge of Public Relations</p> <p>Significant concurrent positions Executive Director, General Manager, Content Programming Division, TV Asahi Corporation</p> <p>Reason for election Mr. Arata Nishi was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in programming, he has deep insight and sound judgment as an Operating Director regarding the television broadcasting business overall. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	12,634
7	Shiro Nakamura (April 6, 1963) (Reappointment, Outside)	<p>April 1986 Joined The Asahi Shimbun Company April 2021 President and CEO, The Asahi Shimbun Company (incumbent) June 2021 President, The Asahi Shimbun Foundation (incumbent) Member of the Board of the Company (incumbent)</p> <p>Significant concurrent positions President and CEO, The Asahi Shimbun Company (Note 1) President, The Asahi Shimbun Foundation Member of the Board, TV Asahi Corporation</p> <p>Reason for election and summary of expected roles Mr. Shiro Nakamura was selected as a candidate for Outside Member of the Board because he is the president of the Asahi Shimbun Company, one of the leading newspaper companies in Japan, and also a major stockholder of the Company. The Company therefore believes that, in light of the current situation of the Company around which various media are making multi-faceted development, he will draw on his extensive business experience and deep insight in the management of the Company. The Company expects that he will be able to provide valuable advice and contribute to the supervision function of the Company's decision-making considering the current state of the Company.</p>	-

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
8	Takashi Horie (July 25, 1964) (New appointment)	<p>April 1987 Joined The Asahi Shimbun Company</p> <p>June 2021 Board Director, Chief Strategy Officer, Corporate Group & Broadcasting Network Manager, Corporate Planning, Media Strategic Planning, Publishing Business, The Asahi Shimbun Company</p> <p>April 2022 Managing Director, Chief Strategy Officer, Corporate Group & Broadcasting Network Manager, The Asahi Shimbun Company</p> <p>April 2023 Managing Director, Chief Strategy Officer, The Asahi Shimbun Company (incumbent)</p> <p>Reason for election Mr. Takashi Horie was selected as a candidate for Member of the Board because he has extensive experience at a newspaper company. The Company, therefore, believes that, in light of the Company's current situation around which various media are making multi-faceted development, he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	-
9	Noriyuki Tada (September 6, 1949) (New appointment, Outside)	<p>April 1972 Joined TOEI COMPANY, LTD.</p> <p>April 2014 President, TOEI COMPANY, LTD.</p> <p>June 2020 Member of the Board & Corporate Advisor, TOEI COMPANY, LTD.</p> <p>June 2021 Chairman, TOEI COMPANY, LTD.</p> <p>February 2023 Chairman & Chief Executive Officer, TOEI COMPANY, LTD.</p> <p>April 2023 Chairman, TOEI COMPANY, LTD. (incumbent)</p> <p>Significant concurrent positions Chairman, TOEI COMPANY, LTD. (Note 2) Managing Director, TOEI ANIMATION CO., LTD.</p> <p>Reason for election and summary of expected roles Mr. Noriyuki Tada was selected as a candidate for Outside Member of the Board because he is the president of TOEI COMPANY, one of the leading movie production companies in Japan, and also a major stockholder of the Company. The Company therefore believes that, in light of the current situation of the Company around which various media are making multi-faceted development, he will draw on his extensive business experience and deep insight in the management of the Company. The Company expects that he will be able to provide valuable advice and contribute to the supervision function of the Company's decision-making considering the current state of the Company.</p>	-

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
10	Sanae Tanaka (July 15, 1962) (New appointment, Outside, Independent)	<p>April 1989 Registered as attorney at law (incumbent)</p> <p>September 1991 Representative, Sanae Tanaka Law Office (incumbent)</p> <p>March 2011 Outside Director, Noevir Holdings Co., Ltd. (incumbent)</p> <p>April 2015 Vice Chairperson, TV Asahi Corporation Program Assessment Council</p> <p>May 2015 Outside Director, Shochiku Co., Ltd (incumbent)</p> <p>March 2023 Outside Audit & Supervisory Board Member, Asahi Group Holdings, Ltd. (incumbent)</p> <p>Significant concurrent positions Representative, Sanae Tanaka Law Office Outside Director, Noevir Holdings Co., Ltd. Outside Director, Shochiku Co., Ltd Outside Audit & Supervisory Board Member, Asahi Group Holdings, Ltd.</p> <p>Reason for election and summary of expected roles Ms. Sanae Tanaka was selected as a candidate for outside director because she is an attorney at law, has deep insight regarding the broadcasting industry, including serving as Vice Chairperson of TV Asahi Corporation Program Assessment Council, and has various experience of serving as outside Director of listed companies, although she does not have direct experience in corporate management. The Company therefore believes that she will draw on her extensive business experience in the management of the Company. The Company expects that she will be able to provide valuable advice and contribute to the supervision function of the Company's decision-making considering the current state of the Company.</p>	-

(Notes)

1. The said company is engaged in the publishing business and similar that belong to the line of business of TV Asahi Corporation and Asahi Satellite Broadcasting Limited, wholly-owned subsidiaries of the Company. The said company has business transactions with the above two companies.
2. The said company is engaged in the production of movies, broadcast programs, and similar that belong to the line of business of TV Asahi Corporation and Asahi Satellite Broadcasting Limited, wholly-owned subsidiaries of the Company. The said company has business transactions with the above two companies.
3. There are no other special interests between each candidate and the Company.
4. Messrs. Shiro Nakamura, Noriyuki Tada and Ms. Sanae Tanaka are candidates for Outside Members of the Board. Mr. Shiro Nakamura shall have served as an Outside Member of the Board for two years at the conclusion of this Ordinary General Meeting of Stockholders.
5. Mr. Shiro Nakamura is a Member of the Board (part-time) of TV Asahi Corporation, a wholly-owned subsidiary of the Company.
6. During the past five years at the other companies where the candidates for Outside Members of the Board served as officers, etc., no incidents requiring disclosure have taken place at such companies involving violations of laws and regulations or any articles of incorporation.
7. During the terms of office of Mr. Shiro Nakamura as Outside Member of the Board since he was last appointed, no incidents requiring disclosure have taken place at the Company involving violations of laws and regulations or the Articles of Incorporation.
8. Mr. Noriyuki Tada, a candidate for Outside Member of the Board, is a Representative Member of the Board of TOEI COMPANY, LTD. and a Managing Director (part-time) of TOEI ANIMATION CO., LTD., both of which are a business entity that has a special relationship with the Company. None of the other candidates for Outside Members of the Board is or has been in a position to execute duties or a non-executive officer for a business entity (excluding the Company's subsidiaries) that has a special relationship with the Company for the past 10 years, has plans to receive a large sum of money or other financial benefits from the Company or any business entity that has a special relationship with the Company, or has received them during the past two years from the Company or any of such entities.
9. None of the candidates for Outside Members of the Board has a spouse or relative within the third degree of relationship who is engaged in the business operations or is a non-executive officer of the Company or any business entity that has a special relationship with the Company.
10. The Company has entered into an agreement with Mr. Shiro Nakamura, limiting his liability as stipulated in Article 423, Paragraph 1 of the Companies Act. Pursuant to said agreement, the liability limit shall be 10 million yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is higher. The Company will continue the above agreement with him if his reappointment is approved. If the appointment of Mr. Noriyuki Tada and Ms. Sanae Tanaka is approved, the Company will enter into the above agreement with each candidate.
11. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act to cover legal damages and litigation expenses in the event

that a claim for damages is made against the insured due to an act committed by the insured in his/her capacity as such. If the appointment of each candidate is approved, they will become insured persons under the insurance policy. The Company plans to renew the insurance policy with the same contents at the time of next renewal.

12. If the appointment of Ms. Sanae Tanaka is approved, the Company plans to notify her status as an independent officer pursuant to the rules of the Tokyo Stock Exchange.
The concept regarding an independent officer prescribed by the Company is posted on the website of the Company (<https://www.tv-asahihd.co.jp>).
13. There are no specific opinions or comments from the candidates for Outside Members of the Board regarding the matters mentioned above.

Proposal 4: Election of Five (5) Members of the Board who are Members of the Audit and Supervisory Committee

The terms of office of all incumbent Members of the Board who are Members of the Audit and Supervisory Committee will expire at the conclusion of this Ordinary General Meeting of Stockholders. Accordingly, the election of five (5) Members of the Board who are Members of the Audit and Supervisory Committee is proposed.

The Company has obtained the approval of the Audit and Supervisory Committee regarding this proposal.

The candidates for Members of the Board who are Members of the Audit and Supervisory Committee are as follows:

No.				Name	Current positions	Attendance at the Board of Directors meetings	Attendance at the Audit and Supervisory Committee meetings
1	Reappointment	Outside	Independent	Katsuhiko Ikeda	Member of the Board who is a Member of the Audit and Supervisory Committee	11 out of 11 meetings	12 out of 12 meetings
2	Reappointment	Outside	Independent	Akira Genma	Member of the Board who is a Member of the Audit and Supervisory Committee	11 out of 11 meetings	12 out of 12 meetings
3	Reappointment	Outside	Independent	Sadayoshi Fujishige	Member of the Board who is a Member of the Audit and Supervisory Committee	11 out of 11 meetings	12 out of 12 meetings
4	Reappointment	Outside	Independent	Keiko Miyata	Member of the Board who is a Member of the Audit and Supervisory Committee	11 out of 11 meetings	12 out of 12 meetings
5	New appointment			Akira Osada	—	—	—

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	<p>Katsuhiko Ikeda (February 12, 1953)</p> <p>(Reappointment, Outside, Independent)</p>	<p>April 1976 Joined the National Police Agency</p> <p>August 2007 Director-General, Security Bureau, National Police Agency</p> <p>January 2010 Superintendent General of the Tokyo Metropolitan Police Department</p> <p>September 2012 Secretary-General, Secretariat of the Nuclear Regulation Authority, Nuclear Regulation Authority</p> <p>June 2017 Chairman, Japan Road Traffic Information Center (incumbent) Member of the Board who is a Member of the Audit and Supervisory Committee of the Company (incumbent)</p> <p>Significant concurrent positions Chairman, Japan Road Traffic Information Center Audit and Supervisory Board Member, TV Asahi Corporation Director, Tekken Corporation</p> <p>Reason for election and summary of expected roles Mr. Katsuhiko Ikeda was selected as a candidate for Outside Member of the Board because the Company believes that despite not having direct experience in corporate management, he will draw on his extensive professional experience and insight, which he obtained as Superintendent General of the Tokyo Metropolitan Police Department and Secretary-General, Secretariat of the Nuclear Regulation Authority, Nuclear Regulation Authority, for the management of the Company. The Company expects that he will be able to contribute to the enhancement of corporate governance and to the monitoring and supervision of the management of the Company overall.</p>	1,917
2	<p>Akira Genma (August 1, 1934)</p> <p>(Reappointment, Outside, Independent)</p>	<p>April 1959 Joined Shiseido Company, Limited</p> <p>June 1997 Representative Director, Shiseido Company, Limited</p> <p>June 2001 Representative Director, Corporate Officer & Chairman, Shiseido Company, Limited</p> <p>June 2003 Advisor, Shiseido Company, Limited</p> <p>April 2013 Special Advisor, Shiseido Company, Limited (incumbent)</p> <p>June 2015 Member of the Board who is a Member of the Audit and Supervisory Committee of the Company (incumbent)</p> <p>Significant concurrent positions Special Advisor, Shiseido Company, Limited Audit and Supervisory Board Member, TV Asahi Corporation</p> <p>Reason for election and summary of expected roles Mr. Akira Genma was selected as a candidate for Outside Member of the Board because the Company believes that, in the management of the Company, he will draw on his professional experience and insight having served as the head of the Shiseido Group that enhanced its corporate value integrally connected to life and culture. In light of the creativity and diversity that will be required of the media going forward, the Company expects that he will be able to contribute to the enhancement of corporate governance and to the monitoring and supervision of the management of the Company overall.</p>	2,520

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	Sadayoshi Fujishige (January 1, 1947) (Reappointment, Outside, Independent)	<p>March 1969 Joined Lion Fat & Oil Co., Ltd. March 2004 Representative Director, President, Lion Corporation January 2012 Representative Director, Chairman, Lion Corporation March 2016 Advisor, Lion Corporation March 2021 Special Advisor, Lion Corporation (incumbent) June 2021 Member of the Board who is a Member of the Audit and Supervisory Committee of the Company (incumbent)</p> <p>Significant concurrent positions Special Advisor, Lion Corporation Audit and Supervisory Board Member, TV Asahi Corporation Director, SATO HOLDINGS CORPORATION Director, NITTO BOSEKI CO., LTD Chairman, ADVERTISING COUNCIL JAPAN Chairperson, Japan Marketing Association</p> <p>Reason for election and summary of expected roles Mr. Sadayoshi Fujishige was selected as a candidate for Outside Member of the Board because the Company believes that in the management of the Company he will draw on his professional experience and insight having served as the head of the Lion Group that enhanced its corporate value by contributing to health and hygiene from the consumers' perspective. In light of the creativity and diversity that will be required of the media going forward, the Company expects that he will be able to contribute to the enhancement of corporate governance and to the monitoring and supervision of the management of the Company overall.</p>	2,672
4	Keiko Miyata (August 19, 1961) (Reappointment, Outside, Independent)	<p>April 1988 Registered as attorney at law (incumbent) April 2016 Specially Appointed Professor, Komazawa University Law School (incumbent) June 2021 Member of the Board who is a Member of the Audit and Supervisory Committee of the Company (incumbent)</p> <p>Significant concurrent positions Attorney at law, Miyata Law Office Audit and Supervisory Board Member, TV Asahi Corporation Specially Appointed Professor, Komazawa University Law School</p> <p>Reason for election and summary of expected roles Ms. Keiko Miyata was selected as a candidate for Outside Member of the Board because the Company believes that despite not having direct experience in corporate management, she will draw on her extensive professional experience and insight, which she obtained through her various duties as a criminal defense lawyer, engaging in activities to prevent repeat offenses, etc., and also as a university professor, for the management of the Company. The Company expects that she will be able to contribute to the enhancement of corporate governance and to the monitoring and supervision of the management of the Company overall.</p>	—

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
5	Akira Osada (October 15, 1962) (New appointment)	<p>April 1986 Joined the Company</p> <p>July 2016 General Manager, Public Relations Division, TV Asahi Corporation</p> <p>June 2022 Corporate Director, General Manager, Public Relations Division, TV Asahi Corporation (incumbent)</p> <p>Reason for election Mr. Akira Osada was selected as a candidate for Member of the Board because he has his extensive experience, accomplishments and deep insight mainly in public relations and news fields, etc., through serving as General Manager of Public Relations Division of TV Asahi Corporation. The Company, therefore, believes that he will be able to demonstrate his abilities in the information gathering necessary for audits, and monitoring and supervision of the execution of duties of the Operating Directors and management overall.</p>	—

(Notes)

1. There are no special interests between each candidate and the Company.
2. Messrs. Katsuhiko Ikeda, Akira Genma and Sadayoshi Fujishige, and Ms. Keiko Miyata are candidates for Outside Members of the Board. Messrs. Katsuhiko Ikeda, Akira Genma and Sadayoshi Fujishige, and Ms. Keiko Miyata shall have served as Outside Members of the Board who are Members of the Audit and Supervisory Committee for six years, eight years, two years and two years, respectively, at the conclusion of this Ordinary General Meeting of Stockholders.
3. Messrs. Katsuhiko Ikeda, Akira Genma and Sadayoshi Fujishige, and Ms. Keiko Miyata are the Members of Audit and Supervisory Board (part-time) of TV Asahi Corporation, a wholly-owned subsidiary of the Company.
4. During the past five years at the other companies where the candidates for Outside Members of the Board served as officers, etc., no incidents requiring disclosure have taken place at such companies involving violations of laws and regulations or any articles of incorporation.
5. During the terms of office of Messrs. Katsuhiko Ikeda, Akira Genma and Sadayoshi Fujishige, and Ms. Keiko Miyata as Outside Members of the Board since they were last appointed, no incidents requiring disclosure have taken place at the Company involving violations of laws and regulations or the Articles of Incorporation.
6. None of the candidates for Outside Members of the Board is or has been in a position to execute duties or a non-executive officer for a business entity (excluding the Company's subsidiaries) that has a special relationship with the Company for the past 10 years, has plans to receive a large sum of money or other financial benefits from the Company or any business entity that has a special relationship with the Company, or has received them during the past two years from the Company or any of such entities.
7. None of the candidates for Outside Members of the Board has a spouse or relative within the third degree of relationship who is engaged in the business operations or is a non-executive officer of the Company or any business entity that has a special relationship with the Company.
8. The Company has entered into an agreement with Messrs. Katsuhiko Ikeda, Akira Genma and Sadayoshi Fujishige, and Ms. Keiko Miyata, limiting their liability as stipulated in Article 423, Paragraph 1 of the Companies Act. Pursuant to said agreement, the liability limit shall be 10 million yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is higher. The Company will continue the above agreement with them if their reappointment is approved. If the appointment of Mr. Akira Osada is approved, the Company will enter into the above agreement with him.
9. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act to cover legal damages and litigation expenses in the event that a claim for damages is made against the insured due to an act committed by the insured in his/her capacity as such. If the appointment of each candidate is approved, they will become insured persons under the insurance policy. The Company plans to renew the insurance policy with the same contents at the time of next renewal.
10. Messrs. Katsuhiko Ikeda, Akira Genma and Sadayoshi Fujishige, and Ms. Keiko Miyata are independent officers pursuant to the rules of the Tokyo Stock Exchange, and the Company has notified their status as such to the Exchange. If their reappointments are approved, they will retain their status as independent officers. If their reappointments are approved, they will retain their status as independent officers.
The concept regarding an independent officer prescribed by the Company is posted on the website of the Company (<https://www.tv-asahi.co.jp>).
11. There are no specific opinions or comments from the candidates for Outside Members of the Board regarding the matters mentioned above.

End