

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

(Stock Exchange Code 6420)

June 7, 2023

(Commencement Date of Electronic Provision Measures: June 2, 2023)

To Shareholders with Voting Rights:

Go Fukushima
President & COO
FUKUSHIMA GALILEI CO. LTD.
2-6-18, Takeshima, Nishi Yodogawa-ku,
Osaka

**NOTICE OF CONVOCATION OF
THE 72ND ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

You are hereby informed that the 72nd Annual General Meeting of Shareholders of FUKUSHIMA GALILEI CO. LTD. (the “Company”) will be held for the purposes as described below.

In convening this meeting, 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 website on the Internet under “Notice of Convocation Annual General Meeting 2023.”

The Company’s website: <https://www.galilei.co.jp/en/>

The matters subject to the electronic provision measures are also posted on the website of Tokyo Stock Exchange (TSE Listed Company Search).

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

Please access the TSE website above, enter “Fukushima Galilei” in the “Issue name (company name)” or “6420” in the “Code,” and click “Search,” and then select “Basic information” followed by “Documents for public inspection/PR information” to view the information provided.

If you are unable to attend the meeting, please review the Reference Documents for the General Meeting of Shareholders included in the matters subject to the electronic provision measures, and return to us the Voting Rights Exercise Form or enter your vote on the Internet, etc. by following instructions (in Japanese version only) by 5:30 p.m. on Monday, June 26, 2023, Japan time.

1. Date and Time: Tuesday, June 27, 2023 at 10:00 a.m. Japan time

2. Place: 8F, Galilei Group Head Office Building
2-6-18, Takeshima, Nishi Yodogawa-ku, Osaka

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company’s 72nd 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
 2. Non-consolidated Financial Statements for the Company’s 72nd Fiscal Year (April 1, 2022 - March 31, 2023)

Proposals to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Partial Amendment 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 One (1) Director who is Audit and Supervisory Committee Member

4. Other Matters Decided in Connection with this Convocation:

- (1) If you exercise your voting rights by proxy, such proxy shall be limited to one shareholder who has voting rights in the Company.
- (2) If neither approval nor disapproval of a proposal is indicated on the Voting Rights Exercise Form, it shall be deemed a vote of approval.
- (3) If you exercise your voting rights both by mail and via the Internet, etc., the vote cast via the Internet shall be deemed valid. If you exercise your voting rights multiple times via the Internet, etc., the last vote shall be deemed valid.

- ◎ When attending the meeting in person, please submit the Voting Rights Exercise Form at the reception desk.
- ◎ This year, the Company will deliver paper copies of the matters subject to the electronic provision measures to all shareholders regardless of whether or not they have requested a paper copy (in Japanese). The paper copy does not include following items in accordance with the provisions of laws and regulations and Article 14 of the Company's Articles of Incorporation. Accordingly, the paper copy constitutes only part of the documents audited by the Accounting Auditor and the Audit and Supervisory Committee in preparation of audit reports.
 - Notes to Consolidated Financial Statements
 - Notes to Non-consolidated Financial Statements
- ◎ Should the matters subject to the electronic provision measures require revisions, the revised versions will be posted on the respective websites where these matters are posted (in Japanese).

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

While considering internal reserves to strengthen the Company's corporate structure and to prepare for future business expansion, in order to reward shareholders for their continued support, the Company proposes dividends of 73 yen per share, an increase by 11 yen from 62 yen in the previous term.

Items Related to the Year-end Dividend

- (1) Type of dividend property
Cash
- (2) Items related to the allocation of dividend property to shareholders and the total amount thereof
73 yen per common share of the Company
Total of 1,464,610,534 yen
- (3) Date the distribution of surplus takes effect:
June 28, 2023

Proposal 2: Partial Amendment to the Articles of Incorporation

1. Reasons for Amendment

To enable a more flexible and agile operation of general meetings of shareholders, Article 15 (Convener and Chairperson) of the current Articles of Incorporation of the Company shall be amended as follows.

2. Details of Amendment

The details of the Amendment are as follows.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed Amendment
<p>(Convener and Chairperson)</p> <p>Article 15 The general meetings of shareholders shall be convened and chaired by the <u>Director and President</u> unless otherwise provided by laws and regulations. If the <u>Director and President</u> is unable to perform his/her duties <u>or if the post is vacant</u>, another Director shall act in his/her place in accordance with the order predetermined by the Board of Directors.</p>	<p>(Convener and Chairperson)</p> <p>Article 15 The general meetings of shareholders shall be convened and chaired by the <u>Director</u> <u>predetermined by the Board of Directors</u> unless otherwise provided by laws and regulations. If the <u>said Director</u> is unable to perform his/her duties, another Director shall act in his/her place in accordance with the order predetermined by the Board of Directors.</p>

Proposal 3: Election of Seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members; hereinafter the same shall apply in this Proposal) will expire at the conclusion of this Annual General Meeting of Shareholders.

Accordingly, the election of seven (7) Directors is proposed.

The election of director candidates is determined at the Board of Directors' meeting upon receiving a report from the Nomination Advisory Committee, a voluntary body comprised of Outside Directors. The consent of the Audit and Supervisory Committee has also been obtained for this proposal.

The candidates for Director are as follows.

No.	Name	Current positions	Candidate attributes	Attendance at Board of Directors
1	Yutaka Fukushima	Chairman & CEO	Reappointment	13/13 (100%)
2	Go Fukushima	President & COO	Reappointment	13/13 (100%)
3	Akira Fukushima	Director, Vice Chairman, and Executive Officer	Reappointment	13/13 (100%)
4	Mitsuru Katayama	Director and Managing Executive Officer	Reappointment	13/13 (100%)
5	Kenji Nagao	Director and Managing Executive Officer	Reappointment	13/13 (100%)
6	Kozo Mizutani	Director and Senior Executive Officer	Reappointment	13/13 (100%)
7	Tatsuo Hino	Director and Senior Executive Officer	Reappointment	13/13 (100%)

Reappointment: A candidate for reappointed Director

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Attendance at Board of Directors
1	<p><u>Reappointment</u></p> <p>Yutaka Fukushima (August 6, 1950)</p>	<p>April 1975 Joined the Company</p> <p>December 1977 General Manager, Sales Development Department</p> <p>February 1981 Managing Director (in charge of sales)</p> <p>December 1985 Senior Managing Director; General Manager, Sales Headquarters</p> <p>April 1992 President</p> <p>July 2018 Outside Director, Tenpos Holdings, Inc. (current position)</p> <p>June 2022 Chairman & CEO of the Company</p> <p>To the present</p> <p>[Significant concurrent positions]</p> <p>Chairman of the Board, Beijing ER Shang-Fukushima Machinery Electric Co., Ltd</p> <p>Representative Director, Fukushima Machinery Sales Co., Ltd.</p> <p>Representative Director, FUKUSHIMA TRADING CO., Ltd.</p> <p>Outside Director, Tenpos Holdings, Inc.</p>	983,778 shares	13/13 (100%)
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Yutaka Fukushima has been engaged in corporate management over many years as a representative director of the Company since April 1992, expanding the Company's business through his broad network of connections, and appropriately executing his duties. Therefore, the Company has judged that he is qualified as a Director of the Company.</p>				
<p>[Message to Shareholders]</p> <p>To fulfill our corporate philosophy, "four rules of happiness", we share the Group's "purpose" of shaping a future of food and life with all employees and strive to further strengthen our intangible assets as well as tangible assets. To achieve this, we value people and will continue to help our employees develop their character and enhance humanity.</p>				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Attendance at Board of Directors
2	<p><u>Reappointment</u></p> <p>Go Fukushima (May 23, 1977)</p>	<p>January 2005 Joined the Company</p> <p>April 2010 General Manager, Osaka Sales Department I, Kansai Branch Office</p> <p>April 2011 Executive Officer; Deputy Branch Office Manager, East Japan Branch Office</p> <p>April 2012 Managing Executive Officer; Branch Office Manager, East Japan Branch Office (in charge of Tokyo Sales Department II and Yokohama Branch Store), and General Manager, Sales Development Department</p> <p>April 2013 Managing Executive Officer; Branch Office Manager, East Japan Branch Office (in charge of Tohoku Branch Store, Tokyo Sales Department II, Sales Development Department, Tokyo CS Department, Tokyo Technology Department, and SB Business Department), and responsible for ST Marketing</p> <p>June 2013 Managing Director; Branch Office Manager, East Japan Branch Office (in charge of Tohoku Branch Store, Tokyo Sales Department II, Sales Development Department, Tokyo CS Department, Tokyo Technology Department, and SB Business Department), and responsible for ST Marketing</p> <p>April 2014 Senior Managing Director; General Manager, Sales Headquarters; Branch Office Manager, East Japan Branch Office; in charge of Tohoku and Shinetsu Branch Store, Tokyo Sales Department II, Kanto Service Center, and Tokyo Technology Department</p> <p>April 2016 Senior Managing Director; General Manager, Sales Headquarters; Branch Office Manager, East Japan Branch Office; in charge of Hokkaido, Tohoku and Yokohama Branch Store, Kanto Service Center, Tokyo Technology Department and Tokyo Construction Department</p> <p>April 2019 Senior Managing Director; General Manager, Sales Headquarters; in charge of Kanto Service Center, Tokyo Technology Department and Tokyo Construction Department</p> <p>April 2020 Senior Managing Director; General Manager, Sales Headquarters; Branch Office Manager, East Japan Branch Office; in charge of Information Strategy Department, Kanto Service Center, Tokyo Construction Department and Tokyo Management Department</p> <p>June 2022 President, Executive Officer and COO</p> <p>To the present</p>	88,780 shares	13/13 (100%)
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Go Fukushima has endeavored to expand the showcase business as Executive Officer since April 2011. Since April 2015, he has supervised the Company's sales division as General Manager of the Sales Headquarters and expanded the business with his demonstrated management skills. Serving as President & COO since June 2022, he appropriately executes his duties with his abundant operational knowledge, experience and achievements, and therefore the Company has judged that he is qualified as a Director of the Company.</p>				
<p>[Message to Shareholders]</p> <p>I would like to express my appreciation for our shareholders' continued support.</p> <p>Since assuming the position of president last June, I have dedicated myself to my work with a focus on S (sustainable), D (digital), G (global) and People. People will not grow overnight, so I have been working slowly but steadily.</p> <p>Now that the GALILEI Group has achieved net sales of 100 billion yen, we are entering a new stage. We hope you look forward to our future growth.</p>				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Attendance at Board of Directors
3	<p data-bbox="177 846 354 880"><u>Reappointment</u></p> <p data-bbox="161 913 370 969">Akira Fukushima (February 6, 1958)</p>	<p data-bbox="395 300 1246 1397"> April 1981 Joined the Company December 1984 General Manager, Production Management Department December 1987 Factory Manager, Head Office Factory February 1989 Director; Factory Manager, Head Office Factory, Manufacturing Headquarters April 1994 Managing Director; Factory Manager, Osaka Factory April 2000 Senior Managing Director; Branch Office Manager, Tokyo Branch Office, and General Manager, Sales Strategy Department April 2003 Senior Managing Director; General Manager, Sales Headquarters, and Branch Office Manager, Tokyo Branch Office May 2007 Senior Managing Director; General Manager, Sales Headquarters April 2011 Senior Managing Director; General Manager, Sales Headquarters, and Branch Office Manager, East Japan Branch Office April 2012 Senior Managing Director; General Manager, Sales Headquarters April 2013 Senior Managing Director; General Manager, Sales Headquarters, and in charge of Engineering Business Department April 2014 Director; Vice President, and in charge of Engineering Business Department and Asia Business Department April 2019 Director; Vice President; in charge of FMS Business Department, Engineering Business Department, and Asian Business Department April 2021 Director; Vice President; in charge of FMS Business Department and Engineering Business Department June 2022 Director; Vice Chairman; Executive Officer; in charge of FMS Business Department and Engineering Business Department April 2023 Director; Vice Chairman; Executive Officer; in charge of FMS Business Department, Engineering Business Department, and Asian Business Department To the present </p> <p data-bbox="395 1435 1114 1518"> [Significant concurrent positions] Representative Director, TCSP Ltd. Representative Director, GALILEI PANEL CREATE CO. LTD. </p>	667,751 shares	13/13 (100%)
<p data-bbox="156 1525 1497 1675"> [Reason for nomination as candidate for Director] Mr. Akira Fukushima has endeavored to the expand the Company’s business by supervising the Company’s sales divisions as General Manager of the Sales Headquarters since April 2003 and concurrently serving as Representative Director of the Company’s group companies since April 2014. With abundant operational knowledge, experience and achievements, he appropriately executes his duties, and therefore the Company has judged that he is qualified as a Director of the Company. </p>				
<p data-bbox="156 1682 1497 1915"> [Message to Shareholders] In fiscal year 2022, with the impact of the COVID-19 pandemic subsiding, each of our businesses and the Group as a whole delivered significant growth. The Group companies and engineering business that I have been responsible for will continue to draw on our cooling technology and engineering capabilities in the “food”-related fields, from the upstream to the downstream, to achieve our purpose of “shaping a future of food and life”. This year, we will further advance our business sustainability initiatives through identification of material issues and information disclosure. </p>				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Attendance at Board of Directors
4	<p style="text-align: center;"><u>Reappointment</u></p> <p>Mitsuru Katayama (April 29, 1951)</p>	<p>January 1977 Joined the Company</p> <p>April 1992 General Manager, Sales Department I</p> <p>April 1993 Branch Store Manager, Fukuoka Branch Store</p> <p>April 2002 Executive Officer; Branch Office Manager, Kyushu Branch Office</p> <p>April 2003 Executive Officer; Branch Store Manager, Fukuoka Branch Store</p> <p>June 2004 Director; Branch Store Manager, Fukuoka Branch Store</p> <p>April 2006 Director; Branch Office Manager, West Japan Branch Office</p> <p>May 2007 Director; in charge of Kyushu Block</p> <p>April 2009 Director; Block Manager, Kyushu Block</p> <p>April 2010 Managing Director; Block Manager, West Japan Block</p> <p>April 2011 Managing Director; Branch Office Manager, West Japan Branch Office</p> <p>June 2022 Director and Managing Executive Officer; Branch Office Manager, West Japan Branch Office</p> <p>To the present</p>	37,085 shares	13/13 (100%)
<p>[Reason for nomination as candidate for Director]</p> <p>Mr. Mitsuru Katayama has served as manager of the Company's sales divisions for the Kyushu region since April 2002, and has supervised the West Japan region since 2010, endeavoring to enhance business performance. He appropriately executes his duties with abundant operational knowledge, experience, and achievements, and therefore the Company has judged that he is qualified as a Director of the Company.</p>				
<p>[Message to Shareholders]</p> <p>I will continue to be in charge of the West Japan Branch Office.</p> <p>Under the slogan "S (sustainable), D (digital), G (global) and People," the GALILEI Group will work together to realize a company with job satisfaction, a company where young employees grow, a company where employees can realize their potential, and a company sought after by young people. I will also train young employees and motivate them to try their wings in Tokyo and abroad.</p>				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Attendance at Board of Directors
5	<p data-bbox="177 680 357 712">Reappointment</p> <p data-bbox="177 741 357 831">Kenji Nagao (November 11, 1956)</p>	<p data-bbox="395 300 523 331">April 1979</p> <p data-bbox="395 331 523 362">April 2001</p> <p data-bbox="395 392 523 423">April 2003</p> <p data-bbox="395 452 523 483">April 2007</p> <p data-bbox="395 512 523 544">April 2009</p> <p data-bbox="395 600 523 631">June 2009</p> <p data-bbox="395 687 523 719">April 2011</p> <p data-bbox="395 775 523 806">April 2012</p> <p data-bbox="395 835 523 866">April 2015</p> <p data-bbox="395 873 523 904">June 2016</p> <p data-bbox="395 960 523 992">April 2019</p> <p data-bbox="395 1048 523 1079">June 2022</p> <p data-bbox="603 1182 767 1214">To the present</p>	28,901 shares	13/13 (100%)
<p data-bbox="156 1223 667 1249">[Reason for nomination as candidate for Director]</p> <p data-bbox="156 1249 1497 1339">Mr. Kenji Nagao has endeavored to enhance productivity as General Manager of Manufacturing Headquarters since April 2007, and appropriately executes his duties with abundant operational knowledge, experience, and achievements, and therefore the Company has judged that he is qualified as a Director of the Company.</p>				
<p data-bbox="156 1346 427 1373">[Message to Shareholders]</p> <p data-bbox="156 1373 1497 1429">We apologize for having caused concern about the delays etc. in the delivery of products manufactured at Okayama Factory last year.</p> <p data-bbox="156 1429 1497 1489">This year, Manufacturing Headquarters will go back to the basics, and take on the challenge of quality, cost, delivery, and safety to “create ultimate value”.</p>				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Attendance at Board of Directors
6	<p><u>Reappointment</u></p> <p>Kozo Mizutani (November 11, 1960)</p>	<p>April 1984 Joined the Company</p> <p>April 2002 General Manager, Sales Strategy Department, Tokyo Branch Office</p> <p>April 2006 Executive Officer; General Manager, Sales Department III, General Manager, Sales Strategy Department, and General Manager, Foods Consultant Office, Tokyo Branch Office</p> <p>April 2009 Executive Officer; Block Manager, Kanto Block III, and in charge of Foods Consultant Office</p> <p>June 2009 Director; Block Manager, Kanto Block III, and in charge of Foods Consultant Office</p> <p>April 2011 Director; in charge of Tokyo Sales Department III and IV, Foods Consultant Office, and H&C Business Department, and responsible for FS Marketing</p> <p>April 2013 Director; Deputy Branch Office Manager, East Japan Branch Office (in charge of Tokyo Sales Department III and IV, Chiba, Yokohama, and West Tokyo Branch Store, Foods Consultant Office, and H&C Business Department), and responsible for FS Marketing</p> <p>April 2015 Director; Deputy Branch Office Manager, East Japan Branch Office; responsible for FS Business; in charge of Tokyo Sales Department III, IV, and V, Kanto, Chiba, and Yokohama Branch Store, Foods Consultant Office, Tokyo Sales Strategy Department and H&C Business Department</p> <p>April 2016 Director; Deputy Branch Office Manager, East Japan Branch Office; responsible for FS Business; in charge of Tokyo Sales Department III, IV, and V, Kanto and Chiba Branch Store, H&C Business Department and Foods Consultant Office</p> <p>April 2019 Director; Branch Office Manager, East Japan Branch Office; responsible for FS Business; in charge of Hokkaido and Yokohama Branch Stores, Tokyo Sales Department V, H&C Business Department and Foods Consultant Office</p> <p>April 2020 Director; Branch Office Manager, Chubu Branch Office</p> <p>June 2022 Director and Senior Executive Officer; Branch Office Manager, Chubu Branch Office</p> <p>To the present</p>	25,529 shares	13/13 (100%)
<p>[Reason for nomination as candidate for Director] Mr. Kozo Mizutani has endeavored to expand the refrigerator business. Since April 2020, he has endeavored to enhance business performance of the Chubu region as Branch Office Manager of the Chubu Branch Office. He appropriately executes his duties with abundant operational knowledge, experience, and achievements, and therefore the Company has judged that he is qualified as a Director of the Company.</p>				
<p>[Message to Shareholders] I will continue to be responsible for the Chubu region. The COVID-19 pandemic has almost come to an end, and flows of people are returning to the pre-pandemic level. Our customers have also started to upgrade their equipment and invest in new businesses. The GALILEI Group will, under its sustainable vision, propose new products and systems. This includes promoting green refrigerants, offering energy efficient products and systems, enhancing SDGs activities, and realizing AI-assisted predictive maintenance. We strive to fully understand customers' needs and thereby help customers create value. For our employees, we will place the right people in the right jobs to create a vibrant workplace.</p>				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Attendance at Board of Directors
7	<p><u>Reappointment</u></p> <p>Tatsuo Hino (November 25, 1963)</p>	<p>March 1987 April 2014</p> <p>Joined the Company Executive Officer; General Manager, Management Headquarters, and General Manager, General Affairs and Human Resources Department</p> <p>April 2015</p> <p>Executive Officer; General Manager, Management Headquarters, and General Manager, General Affairs Department</p> <p>June 2017</p> <p>Director; General Manager, Management Headquarters and General Manager, General Affairs Department</p> <p>April 2018 April 2020</p> <p>Director; General Manager, Management Headquarters Director; General Manager, Management Headquarters, and General Manager, Human Resources Department</p> <p>April 2022</p> <p>Director; General Manager, Management Headquarters, and General Manager, Group Legal and Intellectual Property Department</p> <p>June 2022</p> <p>Director and Senior Executive Officer; General Manager, Management Headquarters, and General Manager, Group Legal and Intellectual Property Department</p> <p>To the present</p>	13,254 shares	13/13 (100%)
<p>[Reason for nomination as candidate for Director] Mr. Tatsuo Hino has served in the accounting, general affairs, and human resources divisions, and has been supervising the Company's management division as General Manager of the Management Headquarters since April 2013. He appropriately executes his duties with abundant operational knowledge and experience, and therefore the Company has judged that he is qualified as a Director of the Company.</p>				
<p>[Message to Shareholders] In order for the GALILEI Group to further contribute to society, I will continue to work on the theme, "A company where people with job satisfaction grow," "Improvement of productivity through DX," "Working environment where employees can push forward with their work" and "Strengthen compliance and group management." Furthermore, to increase corporate value over the medium to long term, I will identify key issues related to non-financial information such as "environment" and "human capital," thereby "promoting sustainability management", and disclose such information.</p>				

- (Notes)
1. There are no special interests between the Company and each candidate.
 2. The Company has concluded a directors and officers liability insurance agreement provided for in Article 430-3, paragraph 1 of the Companies Act with an insurance company, with Directors as the insured. The insurance covers damages including compensation for legal damages and litigation expenses to be borne by the insureds. If the candidates are reelected, each of them will be insured under the agreement. The Company plans to renew the agreement with the same details at the next renewal.

Proposal 4: Election of One (1) Director who is Audit and Supervisory Committee Member

The term of office of one (1) Director who is Audit and Supervisory Committee Member, Mr. Takeshi Horinouchi will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of one (1) Director who is Audit and Supervisory Committee Member is proposed.

The consent of the Audit and Supervisory Committee has been obtained for this proposal.

The candidate for Director who is Audit and Supervisory Committee Member is as follows.

Name	Current positions	Candidate attributes	Attendance at Board of Directors	Attendance at meetings of the Audit and Supervisory Committee
Takeshi Horinouchi	Director (Full-time Member of Audit and Supervisory Committee)	Reappointment	13/13 (100%)	14/14 (100%)

Reappointment: A candidate for reappointed Director who is Audit and Supervisory Committee Member

Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions		Number of shares of the Company held	Attendance at Board of Directors	Attendance at meetings of the Audit and Supervisory Committee
<p><u>Reappointment</u></p> <p>Takeshi Horinouchi (April 7, 1960)</p>	<p>April 1981</p> <p>April 2007</p> <p>April 2012</p> <p>April 2013</p> <p>June 2021</p>	<p>Joined the Company</p> <p>General Manager, Osaka Sales Department II</p> <p>Deputy Branch Office Manager, Kansai Branch Office and General Manager, Osaka Sales Department II</p> <p>Branch Store Manager, Hokkaido Branch Store</p> <p>Director (Full-time Member of Audit and Supervisory Committee)</p> <p>To the present</p>	<p>9,477 shares</p>	<p>13/13 (100%)</p>	<p>14/14 (100%)</p>
<p>[Reason for nomination as candidate for Director who is Audit and Supervisory Committee Member]</p> <p>Mr. Takeshi Horinouchi has experience in the procurement and production planning divisions, and has served as General Manager of Sales Department and led business sections as a manager of a branch store. The Company has judged that he is qualified to supervise the management accurately and fairly by utilizing his knowledge, experience, and extensive insights into the industry.</p>					
<p>[Message to Shareholders]</p> <p>As an Audit and Supervisory Committee Member from within the Company, I will fulfill audit and supervising responsibilities with my experience and a wide perspective appropriate for the new environment and changing times. To make the GALILEI Group a company supported and needed by stakeholders, and achieve sound and sustainable growth, I will continue to hone my skills to contribute to the increased corporate value and the achievement of the corporate philosophy.</p>					

- (Notes)
1. There are no special interests between the Company and the candidate.
 2. To attract highly capable persons as Directors, the Company stipulates in its Articles of Incorporation that it may limit the liability for damages of Directors (excluding Directors who are business executors, etc.) to the Company to within a certain amount. If Mr. Takeshi Horinouchi's election is approved, the Company will conclude the said agreement with him to allow him to fully play the expected role. The limit for liability damages based on the said agreement is the minimum amount stipulated by laws and regulations.
 3. The Company has concluded a directors and officers liability insurance agreement provided for in Article 430-3, paragraph 1 of the Companies Act with an insurance company, with Directors as the insured. The insurance covers damages including compensation for legal damages and litigation expenses to be borne by the insureds. If the candidate is reelected, he will be insured under the agreement. The Company plans to renew the agreement with the same details at the next renewal.

[Reference] Composition of the Board of Directors after the Proposal 3 and Proposal 4 are approved

If Proposal 3 “Election of Seven (7) Directors (excluding Directors who are Audit and Supervisory Committee Members)” and Proposal 4 “Election of One (1) Director who is Audit and Supervisory Committee Member” are approved and adopted as originally proposed, the composition of the Board of Directors will be as follows.

Skill Matrix

Name	Positions and responsibilities	Specialization, experience, and knowledge that the Company expects of Directors								
		(1) Business Management	(2) Marketing / Sales	(3) Manufacturing / R & D / IT	(4) Internationality	(5) Finance / Accounting	(6) Personnel / HR development	(7) Legal / Risk Management	(8) Sustainability	(9) Practice of GALILEI Philosophy
Yutaka Fukushima	Chairman & CEO	●	●	●	●	●	●	●	●	●
Go Fukushima	President & COO	●	●	●	●				●	●
Akira Fukushima	Director, Vice Chairman, and Executive Officer; in charge of FMS Business Dept., Engineering Business Dept. and Asian Business Dept.	●	●	●	●		●			●
Mitsuru Katayama	Director and Managing Executive Officer; Branch Office Manager, West Japan Branch Office	●	●				●			●
Kenji Nagao	Director and Managing Executive Officer; General Manager, Manufacturing Headquarters; responsible for Group Quality Control; in charge of Group Production Supervision	●	●	●					●	●
Kozo Mizutani	Director and Senior Executive Officer; Branch Office Manager, Chubu Branch Office	●	●							●

Name	Title	Specialization, experience, and knowledge that the Company expects of Directors								
		(1) Business Management	(2) Marketing / Sales	(3) Manufacturing / R & D / IT	(4) Internationality	(5) Finance / Accounting	(6) Personnel / HR development	(7) Legal / Risk Management	(8) Sustainability	(9) Practice of GALILEI Philosophy
Tatsuo Hino	Director and Senior Executive Officer; General Manager, Management Headquarters and General Manager, Group Legal and Intellectual Property Dept.	•				•	•	•		•
Hiroshi Takeuchi	Director (Full-time Member of Audit and Supervisory Committee)	•	•			•	•	•		•
Takeshi Horinouchi	Director (Full-time Member of Audit and Supervisory Committee)	•	•	•					•	•
Takao Fujikawa	Director (Audit and Supervisory Committee Member)	•	•		•	•		•		•
Keiichi Yodoshi	Director (Audit and Supervisory Committee Member)	•		•	•			•	•	•
Eriko Nashioka	Director (Audit and Supervisory Committee Member)	•				•		•	•	•

The above list shows what the Company especially expects of Directors based on the specialization, experience, and knowledge that each Director has.

Note 1) Sustainability at our Company means to realize a Happy Creation Company by strategically working on the sustainability of society and the global environment (diversity, environment, resources, etc.) including ESG / CSR activities.

Note 2) The Galilei Philosophy means a universal judgment standard that includes our corporate philosophy, vision, and action guidelines, and is expected to serve as a model in its practice.