

To Our Shareholders

2-5-38 Saito-Yamabuki, Ibaraki City, Osaka Prefecture
JTEC Corporation
President Takashi Tsumura

Notice of the 30th Annual General Meeting of Shareholders

You are cordially invited to the 30th Annual General Meeting of Shareholders of JTEC Corporation (hereafter “the Company”) to be held as below.

In convening this General Meeting of Shareholders, we have taken measures to electronically provide information that is the contents of the Reference Documents for the General Meeting of Shareholders, etc. (matters to be provided electronically), which are posted on each of the following websites on the internet, so please access any of these websites and confirm the information.

[Our website] <https://www.j-tec.co.jp/ir/meeting.html>



[Website of the General Meeting of Shareholders] <https://d.sokai.jp/3446/teiji/>



Tokyo Stock Exchange website

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



Please access the above website, enter or search for our company name or securities code "3446", and select "Basic Information" and "Documents for Public Inspection/PR Information" in that order.

The meeting will be held after taking measures to prevent the transmission of novel coronavirus, but we ask that you please make your own decision on whether to attend the meeting by taking into consideration the prevalence of the virus and your own physical condition as of the date of the meeting. If you are unable to attend the meeting, you may exercise your voting rights in writing or via the Internet, etc., as described in the "Information on the Exercise of Voting Rights" (pages 3 to 4), so please review the reference documents for the General Meeting of Shareholders below and exercise your voting rights by 5:30 p.m. on Wednesday, September 27, 2023 (Tokyo time).

1. **Date and Time:** Thursday, September 28, 2023 at 10:00 a.m. Japan time
2. **Place:** Main Conference Room, 4th floor of the Company's Head Office
2-5-38 Saito-Yamabuki, Ibaraki, Osaka Prefecture
(Please see the map of the venue attached at the end of this notice.)
3. **Meeting Agenda:**
 1. **Matters to be reported:**
 1. Business Report, Consolidated Financial Statements, and report on audit of the Consolidated Financial Statements by the Accounting Auditor and the Board of Auditors for the 30th Fiscal Term (July 1, 2022–June 30, 2023)
 2. Non-Consolidated Financial Statements for the 30th Fiscal Term (July 1, 2022–June 30, 2023)
 2. **Proposals to be resolved:**
 1. Election of Seven (7) Directors

Matters Concerning Electronic Provision Measures

- In the event of any modification to the electronic provision measures, a notice will be posted on each of the aforementioned internet websites, along with the information that was provided before and after the modification.
- At this General Meeting of Shareholders, the Company will uniformly send a document stating the matters to be provided electronically to all shareholders, regardless of whether or not they have requested the delivery of the document. In accordance with laws and regulations and Article 14 of the Company's Articles of Incorporation, the following matters are not included in this Notice of the General Meeting of Shareholders.

(i) "Notes to Consolidated Financial Statements" in the Consolidated Financial Statements

(ii) "Notes to Non-Consolidated Financial Statements."

The above items (i) and (ii) are included in the scope of audit conducted by the corporate auditors and accounting auditors in preparing their audit report.

Attendance at this General Meeting of Shareholders

- If you plan to attend the meeting in person, please submit the enclosed Voting Rights Exercise Form to the receptionist at the meeting.
- If there are any major changes in the operation of this Shareholders' Meeting due to future changes in circumstances, we will announce such changes on our website on the Internet (address: <https://www.j-tec.co.jp/>) as appropriate.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Election of Seven (7) Directors

The terms of office of all six (6) Directors will expire at the conclusion of this General Meeting of Shareholders.

In order to strengthen our management structure, the Company proposes to increase the number of directors by one (1), and we propose the election of seven (7) Directors.

The candidates for Directors are as follows.

No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions	No. of Company shares held
1	Takashi Tsumura (April 25, 1957)	Apr 1981 Joined Kurabo Industries Ltd. Apr 1991 Joined Kataoka Jitsugyo, K.K. Director, General Manager of Technology Department Dec 1993 Established the Company President (current) May 2021 President and Executive Director, ESCO, Ltd. Dec 2021 Chairman and Executive Director, ESCO, Ltd (current)	2,673,400
2	Masahiko Kanaoka (July 7, 1978)	Apr 2003 Joined NIKON CORPORATION Apr 2017 Seconded to TOCHIGI NIKON CORPORATION Oct 2019 Joined the Company Jul 2020 General Manager of Sales Department, the Company (current) Sep 2020 Director, the Company (current) May 2021 Director, ESCO, Ltd (current)	1,500
3	Tetsuya Hidani (May 14, 1967)	Apr 1990 Joined Daiwa Securities Co. Ltd. Oct 2002 Joined Security Protection Network Co., Ltd. (“SPN”) Jun 2008 President of Osaka Branch, SPN Jul 2012 Executive Officer in charge of West Japan operations, SPN Apr 2015 Executive Officer in charge of Headquarters, SPN Apr 1990 Joined Daiwa Securities Co. Ltd. Oct 2002 Joined Security Protection Network Co., Ltd. (“SPN”) Jun 2008 President of Osaka Branch, SPN Jul 2012 Executive Officer in charge of West Japan operations, SPN Apr 2015 Executive Officer in charge of Headquarters, SPN Apr 2017 Joined Helios co., ltd. (information communication business) Managing Executive Officer Apr 2018 Joined the Company May 2018 Head of Internal Audit Office, the Company Aug 2022 Head of Audit Office, the Company Sep 2022 Director, the Company (current) Mar 2023 General Manager of Management Department, the Company (current) Jun 2023 Director, ESCO, Ltd.(current)	1,900

4	Masanori Tsujioka* (September 17, 1956)	Apr 1982 Jan 1996 Mar 2004 Mar 2004 Jun 2012 Jun 2015 Jun 2019 Mar 2022	Joined Sumitomo Electric Industries, Ltd. Senior Researcher, Ionics Group, Itami Research Laboratory Seconded to Nippon ITF, Inc. General Manager of Technology Dept. Director and General Manager of Corporate Planning Dept. Managing Director Senior Managing Director Advisor of the Company	None
5	Nozomu Kawasaki (July 22, 1950)	Apr 1972 Oct 1972 Aug 1977 Apr 1979 Dec 1993 Jan 2020	Joined Matsushita Electric Industrial Co., Ltd. (current Panasonic Holdings Corporation) Seconded to Semiconductor Department, Matsushita Electronics Corporation (current Panasonic Holdings) Established Contec, K.K. (current Osaka Computer Industry, K.K.) Representative Director (current) Joined TECHNO TAKATSUKI CO., LTD. President & CEO Director, the Company (current) Chairman of the Board, TECHNO TAKATSUKI (current)	360,000
6	Yoshio Matsumi (September 1, 1946)	Apr 1969 Jan 1994 Apr 1997 Jan 2000 Jun 2004 Jul 2007 Apr 2009 Apr 2009 Dec 2014 Jul 2017 Sep 2018	Joined ITOCHU Corporation Joined ITOCHU International Inc. General Manager of Development & Venture Division General Manager of Aerospace Information Division, ITOCHU International Vice President of Aerospace, Electronics & Multimedia Company, ITOCHU Executive Officer, Head of Innovative Technology Business Development Office, ITOCHU Advisor, Head of Research Institute of Innovative Technology, ITOCHU Advisory Member, ITOCHU (current) Representative Director, Matsumi Associates LLC (current) Representative Director and President, Osaka University Venture Capital Co., Ltd. ("OUVC") Consultant, OUVC Director, the Company (current)	None

No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions	No. of Company shares held
7	Isahiro Hasegawa (July 27, 1959)	<p>Apr 1982 Joined Tokyo Shibaura Electric Co., Ltd. (current TOSHIBA CORPORATION)</p> <p>Mar 2002 General Manager of Production Technology Department, Yokkaichi Plant, TOSHIBA</p> <p>Jun 2014 Executive Officer & Corporate Vice President (in charge of Production and Planning Division, Procurement Division, and Corporate Manufacturing Engineering Center), TOSHIBA</p> <p>Jun 2016 Executive Officer & Corporate Senior Vice President (in charge of Production and Procurement Division), TOSHIBA</p> <p>Nov 2017 Joined Toshiba Trading Incorporated (TTI)</p> <p>Dec 2017 President, TTI</p> <p>Apr 2019 Representative Director, character K.K. (current)</p> <p>Sep 2021 Director, the Company (current)</p>	None

Notes:

1. * indicates new candidates for Directors.
2. There are no special-interest relationships between the Company and the above candidates.
3. Mr. Nozomu Kawasaki, Mr. Yoshio Matsumi, and Mr. Isahiro Hasegawa are candidates for Outside Directors.
4. Reasons for nomination as candidates for Outside Directors and summary of expected roles
 - (1) We propose the election of Mr. Nozomu Kawasaki as Outside Director, because we believe he will bring his extensive knowledge, experience, and high level of expertise gained through managing manufacturing companies over many years to supervising and monitoring the Company's overall management, thereby strengthening the functions of its Board of Directors. If his reappointment is approved, as a member of the voluntary Nominating and Compensation Committee, he will participate in nominating Directors and determining remuneration for officers from an objective and neutral standpoint.
 - (2) We nominate Mr. Yoshio Matsumi as a candidate for Outside Director, because we believe he will contribute to the Company's management with his abundant business experience and management expertise acquired through his years at a major general trading company. Further, with his extensive knowledge in innovative technologies, we believe he will provide effective oversight of the Company's management from an objective standpoint, independent of executive management. If his reappointment is approved, as a member of the voluntary Nominating and Compensation Committee, he will participate in nominating Directors and determining remuneration for officers from an objective and neutral standpoint.
 - (3) We request that you reelect Mr. Isahiro Hasegawa as Outside Director, because we believe that with his extensive knowledge and high level of expertise in management and production technology, he has amassed through his years at a major general manufacturing company, he will provide effective oversight of the Company's management, especially in the area of manufacturing, from an objective standpoint independent of executive management and with specialization in the field. If his election is approved, as a member of the voluntary Nominating and Compensation Committee, he will participate in nominating Directors and determining remuneration for officers from an objective and neutral position.
5. Mr. Nozomu Kawasaki, Mr. Yoshio Matsumi, and Mr. Isahiro Hasegawa are currently Outside Directors of the Company. As of the conclusion of this General Meeting of Shareholders, Mr. Kawasaki's term of office will be 29 years and nine (9) months, Mr. Matsumi's five (5) years, and Mr. Hasegawa's two (2) years.
6. The Company has concluded limited liability agreements with Mr. Nozomu Kawasaki, Mr. Yoshio Matsumi, and Mr. Isahiro Hasegawa under Article 423, Paragraph 1 of the Companies Act in accordance with provisions of Article 427, Paragraph 1 of said Act. The maximum amount of liability for damages under the agreement shall be the higher of 100,000 yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of said Act for Mr. Kawasaki, and the minimum liability amount stipulated in Article 425, Paragraph 1 of said Act for Mr. Matsumi and Mr. Hasegawa. If the reappointment of the three candidates is approved, the Company will maintain the limited liability agreements with the candidates.
7. 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, which includes all Directors and members of the Board of Auditors of the Company as insured parties. The insurance agreement covers the cost of liability claims made against the insured parties as well as litigation costs incurred by them in connection with the liability claims, as a result of actions taken by the insured to fulfill the duties of their position. If the candidates are appointed as Directors, they will become the insured parties of this agreement. The Company intends to renew the agreement with the same details at the next renewal period.
8. The Company has registered Mr. Nozomu Kawasaki, Mr. Yoshio Matsumi, and Mr. Isahiro Hasegawa as Independent Directors as stipulated by the Tokyo Stock Exchange. If they are reappointed, the Company will continue to designate them as Independent Directors.
9. The number of shares of the Company held by Mr. Nozomu Kawasaki is the number of shares actually held, including those held by a company in which Mr. Kawasaki holds a majority of voting rights.

(Reference) Areas of particular specialization of candidates for Directors (skills matrix)

The areas in which each candidate for Directors is expected to make a particular contribution are as below.

When appointing Directors, the Company places much importance on the expertise, experience, and enthusiasm of each candidate in their respective field of specialization that it considers are necessary for enhancing corporate value in the medium to long term. The Company appoints candidates for Outside Directors who it expects will provide effective oversight of business execution and management from an independent standpoint, considering overall balance and diversity of the Board of Directors. Candidates for Independent Outside Directors include those that have gained management experience at other companies.

[Skills matrix]

Candidates for Directors		Independent	Outside	Term of office	Corporate management	Areas of particular specialization						Nominating and Compensation Committee
						Research, technology development, manufacture	Sales, marketing	Global	Compliance, risk management	Finance, accounting	ESG	
Takashi Tsumura	Reappointment			29 yrs. 9 mo.	○	○	○		○		○	○
Masahiko Kanaoka	Reappointment			3 yrs.		○	○	○				
Tetsuya Hidani	Reappointment			1 yr.					○	○	○	
Masanori Tsujioka	New			New	○	○						
Nozomu Kawasaki	Reappointment	●	●	29 yrs. 9 mo.	○	○	○	○	○		○	○
Yoshio Matsumi	Reappointment	●	●	5 yrs.	○		○	○	○		○	○
Isahiro Hasegawa	Reappointment	●	●	2 yr.	○	○		○	○		○	○

Notes: The above table does not show all areas of expertise for each candidate.

Nominating and Compensation Committee comprises five members, including full-time auditor Nobuhisa Masaki, in addition to the four indicated above.