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Securities Code: 6266  
March 7, 2024

To our shareholders:

Yasuyuki Sato  
Director and President  
**TAZMO Co., Ltd.**  
5311, Haga, Kita-ku, Okayama-shi, Okayama

## Notice of the 52nd Annual General Meeting of Shareholders

First, we would like to express our deepest sympathies to all those who have been affected by the “2024 Noto Peninsula Earthquake,” and we sincerely hope for a quick reconstruction and recovery.

We hereby announce the 52nd Annual General Meeting of Shareholders of TAZMO Co., Ltd. (the “Company”), which will be held as indicated below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (except for the voting form) in electronic format, and posts this information (matters for which measures for providing information in electronic format are to be taken) on each of the website below. Please access any of the Company’s websites to review the information.

The Company’s website

<https://tazmo.co.jp> (in Japanese)

(Please access the above website and from the menu, select “IR TOPICS,” “Stock and Shareholder Return” and “Shareholders’ Meeting” in this order to view the information.)

Reference documents for the general meeting of shareholders/Website

<https://d.sokai.jp/6266/teiji/> (in Japanese)

The Tokyo Stock Exchange website

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

(Please access the above Tokyo Stock Exchange website, input “TAZMO Co., Ltd.” in “Issue name (company name)” or securities code “6266” in “Code” to search for the Company, and then, click “Basic company information,” “Documents for public inspection/PR information” in this order, and access “Documents for public inspection” to find the “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting.”)

If you are unable to attend the meeting in person, you may exercise your voting rights via the internet or in writing (by postal mail). Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights in accordance with the details described below by 5:30 p.m. on Tuesday, March 26, 2024 (JST).

- 1. Date and Time:** Wednesday, March 27, 2024, at 10:00 a.m. (JST)
- 2. Venue:** Large Conference Room, Techno Support Okayama  
5301, Haga, Kita-ku, Okayama-shi, Okayama

**3. Purpose of the Meeting:**

**Matters to be reported:**

1. Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the 52nd fiscal year (from January 1, 2023 to December 31, 2023)
2. Audit reports of the Financial Auditor and the Audit and Supervisory Committee on Consolidated Financial Statements for the 52nd fiscal year

**Matters to be resolved:**

- Proposal No. 1:** Dividends of Surplus
- Proposal No. 2:** Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal No. 3:** Election of Three Directors Who Are Audit and Supervisory Committee Members

**4. Matters Resolved for Convocation**

- (1) For the voting form in the case of voting in writing (by postal mail), in the event that your approval or disapproval of each proposal is not indicated in writing, it will be considered as an indication of approval.
  - (2) When voting rights are exercised via the internet more than once, the last vote shall be deemed effective.
  - (3) When voting rights are exercised in duplicate, both via the internet and in writing (by postal mail), the vote via the internet shall be deemed effective.
- For those attending the meeting on the day, please submit the voting form at the reception desk.
- In case revisions are made to the matters concerning measures for providing information in electronic format, such information together with the details of before and after the revisions will be posted on each of the Company's aforementioned websites.

## Reference Documents for the General Meeting of Shareholders

### Proposal No. 1: Dividends of Surplus

The Company considers return of profits to shareholders as one of its important management issues.

The Company has given consideration to matters including the business performance of the fiscal year and future business development, and it proposes to pay year-end dividends for the fiscal year under review as follows:

#### Matters concerning year-end dividends

- (1) Type of dividend property  
To be paid in cash.
- (2) Allotment of dividend property and their aggregate amount  
¥24 per common share of the Company  
Total payment ¥356,036,496
- (3) Effective date of dividends of surplus  
March 28, 2024

**Proposal No. 2:** Election of Five Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all five Directors (excluding Directors who are Audit and Supervisory Committee Members; applicable to the rest of this proposal) will expire at the conclusion of this meeting.

In that regard, the Company proposes the election of five Directors.

In regard to this proposal, the Company's Audit and Supervisory Committee verified and examined the ideal approach to supervision and execution of duties by the Board of Directors, the nomination criteria of candidates for Director and other factors. As a result, the Committee concluded that all candidates are well-qualified for their positions in consideration of the business execution, performance, etc. by each candidate during the current fiscal year.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Toshio Ikeda (January 3, 1956)	Feb. 1986      Joined the Company Mar. 1999      Director, General Manager of Sales Department Sept. 2000     Director, General Manager of LCD Equipment Department Mar. 2001      Managing Director, General Manager of LCD Equipment Department Jan. 2003      Managing Director, General Manager of Electronic Equipment Business Division, and General Manager of LCD Equipment Department Mar. 2004      Managing Director, General Manager of Process Equipment Business Division, and General Manager of LCD Equipment Department June 2005      Managing Director, General Manager of Business Division Mar. 2007      Representative Director and Senior Managing Director, General Manager of Business Division Jan. 2011      President & CEO, General Manager of Business Division Mar. 2011      President & CEO Mar. 2023      Representative Director and Chairman (current position) (Significant concurrent positions outside the Company) Chairman of TAZMO Apprecia Formosa Inc. Chairman of TAZMO VIETNAM CO., LTD. Representative Director and Chairman of Facility Co., Ltd. Chairman of TAZMO Semitec Shaoxing Technology Co., Ltd.	149,242
[Reasons for nomination as candidate for Director] Toshio Ikeda has served as President & CEO of the Company since January 2011 and as Representative Director and Chairman of the Company since March 2023, and has led the management of the Company group (the "Group") with his strong leadership and decisiveness. The Company has determined that he will continue to contribute to the Group's sustainable growth and improvement of its corporate value. Therefore, the Company has nominated him as a candidate for Director.			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	Yasuyuki Sato (December 13, 1965)	Apr. 1988      Joined the Company	30,026
		Jan. 2013      Supervising Process I Business	
		Mar. 2016      Director, Deputy General Manager of Business Division, and supervising Process I Business	
		Mar. 2019      Managing Director, General Manager of Business Division	
		Mar. 2021      Director and Vice President	
		Mar. 2023      President & CEO (current position)	
		(Significant concurrent positions outside the Company) Director and President of TAZMO INC. Director of Facility Co., Ltd. Chairman of TAZMO Apprecia Formosa Inc.	
	[Reasons for nomination as candidate for Director] Yasuyuki Sato has served as President & CEO since March 2023 of the Company and has a wealth of experience in the area of semiconductor manufacturing equipment over many years. Based on this experience, the Company has determined that he will realize group strategies for business growth and improvement of corporate performance, and is capable of appropriately supervising the entire Group. Therefore, the Company has nominated him as a candidate for Director.		
3	Yasuhiro Sone (August 13, 1968)	Oct. 2002      Joined the Company	10,151
		Jan. 2013      Supervising Process II Business	
		Mar. 2017      Director, supervising Process II Business	
		Mar. 2019      Director, Deputy General Manager of Business Division, and supervising Process I Business	
		Jan. 2021      Director, Deputy General Manager of Business Division	
		Mar. 2021      Managing Director, General Manager of Business Division (current position)	
		(Significant concurrent positions outside the Company) Director of TAZMO Semitec Shaoxing Technology Co., Ltd.	
	[Reasons for nomination as candidate for Director] Yasuhiro Sone has a wealth of experience in the area of LCD manufacturing equipment over many years. Based on this experience, the Company has determined that he will realize group strategies for business growth and improvement of corporate performance, and is capable of appropriately supervising the entire Group. Therefore, the Company has nominated him as a candidate for Director.		

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
4	Hisao Yoshikuni (May 23, 1965)	<p>May 2020      Joined the Company General Manager of General Affairs Department</p> <p>Mar. 2021      Director, General Manager of General Affairs Department</p> <p>Mar. 2023      Director, General Manager of Administration Division, and General Manager of General Affairs Department (current position)</p> <p>(Significant concurrent positions outside the Company) Auditor of TAZMO Semitec Shaoxing Technology Co., Ltd. Director of PRETEC Co., Ltd.</p>	2,964
<p>[Reasons for nomination as candidate for Director] Hisao Yoshikuni has a wealth of experience and knowledge gained at financial institutions and, since joining the Company he has worked to strengthen the management functions of legal affairs, human resources, general affairs, etc. The Company has determined that he will utilize his experience and achievements in these areas, and is capable of appropriately supervising the entire Group. Therefore, the Company has nominated him as a candidate for Director.</p>			
5*	Nobuko Yuki (December 2, 1958)	<p>Apr. 1981      Joined Nakajima Glass Co., Inc.</p> <p>Aug. 1989      Director</p> <p>Aug. 2004      Senior Managing Director</p> <p>Aug. 2006      Director of Nakajima Glass (Shanghai) trade Co.,ltd. (current position)</p> <p>Aug. 2014      Chairman, Nakajima Glass Co., Inc. (current position)</p> <p>(Significant concurrent positions outside the Company) Chairman of Nakajima Glass Co., Inc. Director of Nakajima Glass (Shanghai) trade Co.,ltd.</p>	-
<p>[Reasons for nomination as candidate for outside Director and overview of expected roles] Nobuko Yuki has a wealth of knowledge based on her experience as a manager over many years, and the Company expects her to use this knowledge to supervise and advise the execution of duties by the Directors from a professional perspective, particularly with respect to management. Therefore, the Company has nominated her as a candidate for outside Director.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
  2. New candidate is indicated by an asterisk (\*).
  3. Nobuko Yuki is a candidate for outside Director.
  4. The Company has no business relationship with Nakajima Glass Co., Inc. and Nakajima Glass (Shanghai) trade Co.,ltd., where Nobuko Yuki holds significant concurrent positions.
  5. If the appointment of Nobuko Yuki is approved, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company plans to enter into a liability limitation agreement with her to limit her liability for damages as provided for in Article 423, paragraph (1) of the same act.
  6. Nobuko Yuki meets the requirements for independent Directors as stipulated by the Tokyo Stock Exchange. If her appointment is approved, the Company plans to submit a notification regarding her designation as an independent Director with the Tokyo Stock Exchange.
  7. The number of the Company's shares owned by each candidate for Director is the number of shares owned as of December 31, 2023.

**Proposal No. 3:** Election of Three Directors Who Are Audit and Supervisory Committee Members

The terms of office of all three Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this meeting.

Therefore, to strengthen the auditing system, the Company proposes to elect three Directors who are Audit and Supervisory Committee Members.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

Candidates for the role of Director who is an Audit and Supervisory Committee Member are as follows:

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
1	Tomokazu Oka (November 27, 1976)	Dec. 2005      Joined Deloitte Touche Tohmatsu (currently Deloitte Touche Tohmatsu LLC) Feb. 2008      Registered as a certified public accountant Sep. 2015      Resigned Deloitte Touche Tohmatsu LLC Oct. 2015      Registered as a certified tax accountant Established Oka Certified Public Accountant and Tax Accountant Office Assumed the post of Director (current position) Joined east-sun audit firm (current position) Mar. 2016      Outside Audit & Supervisory Board Member of the Company Mar. 2020      Outside Director [Audit and Supervisory Committee Member] (current position) (Significant concurrent positions outside the Company) Director of Oka Certified Public Accountant and Tax Accountant Office Certified Public Accountant of east-sun audit firm	-
[Reasons for nomination as candidate for outside Director who is an Audit and Supervisory Committee Member and overview of expected roles] Tomokazu Oka has a wealth of knowledge based on his professional knowledge and experience as a certified public accountant, and the Company expects him to continue to use this knowledge to supervise and advise the execution of duties by the Directors from a professional perspective, particularly with respect to accounting and internal control. Therefore, the Company has nominated him as a candidate for outside Director. If he is reelected, he is scheduled to be involved as a member of the Nomination and Compensation Committee from an objective and neutral standpoint in the selection of candidates for the Company's officers and decisions on officer compensation, etc. He has no prior experience in the management of a company other than as an outside officer, but for the reasons stated above, the Company judges that he will be able to appropriately perform his duties as an outside Director.			

Candidate No.	Name (Date of birth)	Career summary, and position and responsibility in the Company (Significant concurrent positions outside the Company)	Number of the Company's shares owned
2	Junzo Fujiwara (April 21, 1947)	Apr. 1966      Hired by Hiroshima Regional Taxation Bureau	-
		Aug. 2007      Registered as a certified tax accountant Established Junzo Fujiwara Tax Law Office Assumed the post of Director (current position)	
		Mar. 2017      Outside Director of the Company	
		Mar. 2020      Outside Director [Audit and Supervisory Committee Member] (current position)	
		(Significant concurrent positions outside the Company) Director of Junzo Fujiwara Tax Law Office	
	[Reasons for nomination as candidate for outside Director who is an Audit and Supervisory Committee Member and overview of expected roles] Junzo Fujiwara has a wealth of knowledge based on his professional knowledge and experience as a certified tax accountant, and the Company expects that he will use this knowledge to supervise and advise the execution of duties by the Directors from a professional perspective, particularly with respect to taxation and finance. Therefore, the Company has nominated him as a candidate for outside Director. If he is reelected, he is scheduled to be involved as a member of the Nomination and Compensation Committee from an objective and neutral standpoint in the selection of candidates for the Company's officers and decisions on officer compensation, etc. He has no prior experience in the management of a company other than as an outside officer, but for the reasons stated above, the Company judges that he will be able to appropriately perform his duties as an outside Director.		
3	Katsunori Ishii (January 31, 1971)	Oct. 2000      Registered as an attorney at law Joined Taiyo and Toyo Law Offices	-
		May 2006      Established Katsunori Ishii Law Office Assumed the post of Director (current position)	
		Mar. 2019      Outside Director of the Company	
		Mar. 2020      Outside Director [Audit and Supervisory Committee Member] (current position)	
		(Significant concurrent positions outside the Company) Director of Katsunori Ishii Law Office	
	[Reasons for nomination as candidate for outside Director who is an Audit and Supervisory Committee Member and overview of expected roles] Katsunori Ishii has a wealth of knowledge based on his professional knowledge and experience as an attorney at law, and the Company expects that he will use this knowledge to supervise and advise the execution of duties by the Directors from a professional perspective, particularly with respect to legal affairs. Therefore, the Company has nominated him as a candidate for outside Director. If he is reelected, he is scheduled to be involved as a member of the Nomination and Compensation Committee from an objective and neutral standpoint in the selection of candidates for the Company's officers and decisions on officer compensation, etc. He has no prior experience in the management of a company other than as an outside officer, but for the reasons stated above, the Company judges that he will be able to appropriately perform his duties as an outside Director.		

- Notes:
1. There is no special interest between any of the candidates and the Company.
  2. Tomokazu Oka, Junzo Fujiwara, and Katsunori Ishii, are candidates for outside Directors.
  3. The Company has no business relationships with the companies, where Tomokazu Oka, Junzo Fujiwara, and Katsunori Ishii hold significant concurrent positions.
  4. Tomokazu Oka, Junzo Fujiwara, and Katsunori Ishii are currently outside Directors of the Company, and their terms of office will be as follows at the conclusion of this meeting, respectively.  
Tomokazu Oka: 4 years (He was an outside Audit & Supervisory Board Member of the Company in the past.)  
Junzo Fujiwara: 7 years  
Katsunori Ishii: 5 years
  5. Pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, the Company has entered into agreements with Tomokazu Oka, Junzo Fujiwara and Katsunori Ishii to limit their liability for damages as provided for in Article 423, paragraph (1) of the same act. Pursuant to this agreement, the defined maximum amount of liability for damages is the minimum amount provided for under Article 425, paragraph (1) of the Companies Act. If all of them are reelected, the Company plans to renew this agreement with all of them.



6. The Company has submitted a notification to the Tokyo Stock Exchange that Tomokazu Oka, Junzo Fujiwara, and Katsunori Ishii have been designated as independent officers as provided by the aforementioned exchange. If they are reelected, the Company plans for their designation as independent officers to continue.
7. The number of the Company's shares owned by each candidate for Director who is an Audit and Supervisory Committee Member is the number of shares owned as of December 31, 2023.

**(For your reference)**

**Skills Matrix for the Directors and Directors who are Audit and Supervisory Committee Members**

The composition, expertise and experience of the Board of Directors and Audit and Supervisory Committee in the event that Proposals No. 2 and 3 are approved are as follows. The below table does not indicate all of the skills and areas of expertise possessed by each Director.

Name	Corporate Management	Semiconductor and FPD Related Technology	Research and Development	Sales and Marketing	Personnel and HR Development	Accounting and Finance	Legal and Compliance
Toshio Ikeda	•	•	•	•	•		
Yasuyuki Sato	•	•	•	•	•		
Yasuhiro Sone		•	•	•			
Hisao Yoshikuni					•	•	•
Nobuko Yuki	•				•		
Tomokazu Oka						•	
Junzo Fujiwara						•	
Katsunori Ishii							•