

Appointment of New Candidate for Outside Director and Personnel Change

Tokyo, April 8, 2024 ----- Wacom Co., Ltd. (the “Company”) announced that its Board of Directors resolved an appointment of candidate for Outside Director as below, upon receipt of counsel from the Nominating Committee. In addition, the Company announced the personnel change of outside director who is an Audit Committee member. The selection of the Audit Committee member has been approved by the Audit Committee. The appointment of the new outside director is subject to approval at the 41st Ordinary Shareholders’ Meeting scheduled to be held in June 2024.

These candidates have been selected with the aim of further strengthening the supervisory function of the Board, and were chosen after careful Board deliberation, which included participation by outside board members in constructive dialogue with institutional investors. (Please see attached supplementary materials, *Status of Dialogue with Institutional Investors*.)

1. Candidate for Outside Director (non-member of the Audit Committee)

Name	Brief career history	
Takafumi Nakajima Date of birth: February 22, 1985	April 2014	RE-X Expansion Inc. CEO (current position)
	February 2018	Kumamura Shindenryoku Inc. CEO (current position)
	May 2023	GOKIGEN-Energy Inc. CEO (current position)
	July 2023	TIDA-power inc. CEO (current position)

Note: Mr. Takafumi Nakajima meets the requirements of the Tokyo Stock Exchange (TSE) for independent directors, and if appointed to the Board will be submitted to the TSE as such.

Selection rationale and expectations

Mr. Takafumi Nakajima has been nominated as an outside director to contribute additional knowledge to the skill matrix of the Board from the perspective of sustainability, with the expectation that he will provide guidance to our executive directors and advice on our business, drawing on his extensive knowledge of the environment and corporate management experience.

Kumamura Shindenryoku Inc., GOKIGEN-Energy Inc., and TIDA-power Inc. of which Mr. Nakajima currently serves as representative director, are wholly-owned subsidiaries of RE-X Expansion Inc. and Mr. Nakajima has informed the board that his concurrent roles will not have a material impact on his execution of responsibilities as an outside director of Wacom.

2. Candidate for Outside Director (member of Audit Committee)

Name	Brief career history
<p data-bbox="229 488 336 521">Yuji Ono</p> <p data-bbox="201 595 365 725">Date of birth: February 19, 1968</p>	<p data-bbox="427 271 1305 338">April 1991 Toyo Trust and Banking Company, Limited (current Mitsubishi UFJ Trust and Banking Corporation)</p>
	<p data-bbox="427 353 1023 383">January 2009 Attorney at law admitted in Japan</p>
	<p data-bbox="427 405 1294 434">April 2014 Lecturer, Keio University Law School (current position)</p>
	<p data-bbox="427 461 1289 528">April 2017 Mitsubishi UFJ Trust and Banking Corporation Senior Deputy General Manager, Compliance Division</p>
	<p data-bbox="427 539 1023 568">April 2019 General Manager, Legal Division</p>
	<p data-bbox="427 595 1398 663">April 2022 The Master Trust Bank of Japan Ltd. General Manager, Risk Management and Compliance Division</p>
	<p data-bbox="427 685 927 752">April 2023 Link Partners Law Office Lawyer (current position)</p>
	<p data-bbox="427 775 1374 842">July 2023 BankGuard Corporation Outside Audit & Supervisory Bord Member (current position)</p> <p data-bbox="427 875 963 943">February 2024 Syndic Trust Corporation President (current position)</p>

Note: Mr. Yuji Ono meets the requirements of the Tokyo Stock Exchange (TSE) for independent directors, and if appointed to the Board will be submitted to the TSE as such.

Selection rationale and expectations

Mr. Yuji Ono has been nominated as an Outside Director and member of the Audit Committee with the expectation that he will supervise the Board's business execution and operations from a legal and compliance perspective, drawing on his legal knowledge and wealth of experience as an attorney-at-law. Mr. Yuji Ono was previously an employee of Mitsubishi UFJ Trust and Banking Corporation. Wacom has no material capital, personnel, or business relationship with Mitsubishi UFJ Trust and Banking Corporation.

3. Retirement of Outside Director member of the Audit Committee

Current Outside Director and member of the Audit Committee Mr. Takashi Kamura will retire at the conclusion of the 41st Ordinary Shareholders' Meeting scheduled in June 2024.

To further strengthen the governance structure, the overall composition of the Company's Board of Directors, including internal directors, is also under discussion, and any decisions will be disclosed at the appropriate time.

Supplementary material

Status of Dialogue with Institutional Investors

We believe that through dialogue with our institutional shareholders, we can deepen their understanding of our efforts to enhance corporate value, including our Medium-term Business Direction *Wacom Chapter 3*, and the governance structure that promotes these efforts, as well as report the opinions of institutional shareholders to management and the Board of Directors and reflect them in our management strategies, thereby enabling us to achieve sustainable growth and enhance our corporate value over the medium to long term.

In dialogue with institutional shareholders, in addition to IR personnel, we have provided ample opportunities for attendance by management—including the president and CEO, and independent outside directors, who represent minority shareholders—in an effort to achieve a meaningful and objective exchange of information.

In the course of these shareholder conversations, we have received opinions regarding strengthening the supervisory function of the Board of Directors. As a result of our ongoing consideration of this matter, we plan to submit a proposal for the appointment of an additional new independent outside director at the 41st Ordinary General Meeting of Shareholders, as described above, to strengthen our governance system.

As part of our considerations, we have already formed a Task Force to help strengthen the management structure of our branded business. This Task Force reports directly to the Board, of which the majority is outside directors, enabling close supervision by the Board's five independent outside directors (increasing to six after the 41st Ordinary General Meeting of Shareholders), who represent minority shareholders. Feedback on this task force initiative from institutional investors has been favorable. (For details, please refer to slide 27 of the *Business Report for Q3 FY3/2024 (April 2023 – December 2023)*).

Under the new governance structure, the Company will strive to continuously enhance its corporate value through dialogue with its shareholders.

Engagement with institutional shareholders (April 1, 2023 to April 5, 2024)

Topic	Company representative	Total number of attendances
Briefing session for financial results	President & CEO	3
	IR representative	3
On-on-one discussions	President & CEO	35
	IR representative	47 (of which, attended jointly 33)
	Independent outside directors	15 (of which, attended jointly 13)
Total		103

Note: During the same period, the Investor relations engaged approximately 160 times in dialogue on disclosure materials and other such matters. This included participating 2 times in company presentations for retail investors (including Q&A), with a total of approximately 920 shareholders. In addition, we held 4 technical briefing sessions for institutional shareholders.

(*) This announcement was translated to English from the original in Japanese solely for convenience of non-Japanese readers.

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