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Securities Code: 6142

May 14, 2024

Start date of measures for electronic provision: May 7, 2024

Dear Shareholders:

Makoto Mori, Chairman, President and CEO

FUJI SEIKO LIMITED

26 Hirako, Yoshiwara-cho, Toyota-shi, Aichi, Japan

Notice of Convocation of the 66th Annual General Meeting of Shareholders

We are pleased to announce the 66th Annual General Meeting of Shareholders of FUJI SEIKO LIMITED (the “Company”), which will be held as indicated below.

When convening this annual 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. (items for which measures for providing information in electronic format are to be taken) in electronic format. This information is posted on the following websites. Please visit either of these websites to confirm your information.

[Our Website]

<https://www.c-max.co.jp/ir/stock/meeting/> (in Japanese)

[Website for Posted Informational Materials for the General Meeting of Shareholders]

<https://d.sokai.jp/6142/teiji/> (in Japanese)

[Nagoya Stock Exchange Website (Listed Companies)]

<https://www.nse.or.jp/listing/search/> (in Japanese)

Enter and search “FUJI SEIKO” in “Issue Name” or “6142 (half width)” in “Code.”

If you are not attending the Meeting, you may exercise your voting rights in writing (by postal mail) or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:00 p.m. on Tuesday, May 28, 2024 (JST).

1. Date and Time: Wednesday, May 29, 2024, at 10:00 a.m. (JST) (Reception desk is scheduled to open at 9:00 a.m.)

2. Place: Head Office of the Company
26 Hirako, Yoshiwara-cho, Toyota-shi, Aichi, Japan

3. Agenda of the Meeting:

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 66th fiscal year (from March 1, 2023 to February 29, 2024), and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
2. The Non-consolidated Financial Statements for the 66th fiscal year (from March 1, 2023 to February 29, 2024)

Proposals to be resolved:

- | | |
|-----------------------|---|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Election of Five Directors |
| Proposal No. 3 | Election of Three Audit & Supervisory Board Members |
| Proposal No. 4 | Election of One Substitute Audit & Supervisory Board Member |

- When you exercise your voting rights in writing (by postal mail), if neither approval nor disapproval of a proposal is indicated on the Voting Rights Exercise Form, it will be treated as a vote for approval.
- Please present the Voting Rights Exercise Form at the reception desk on arrival at the meeting. Also, please bring this document to the meeting for use as a meeting agenda. Please be aware that anyone other than a shareholder who is entitled to exercise voting rights, such as a non-shareholding proxy or person accompanying a shareholder, is not allowed to attend the meeting.
- Paper-based documents stating the items subject to measures for electronic provision are sent to shareholders who have requested the delivery of paper-based documents, however those documents do not include the following matters in accordance with the provisions of laws and regulations and Article 16 of the Company's Articles of Incorporation.
 - "Consolidated Statements of Changes in Equity" and "Notes to the Consolidated Financial Statements" of the Consolidated Financial Statements
 - "Statements of Changes in Equity" and "Notes to the Non-consolidated Financial Statements" of the Non-consolidated Financial Statements

Accordingly, the Consolidated Financial Statements and Non-consolidated Financial Statements included in this document are a part of the documents that were audited by the Accounting Auditor in preparing the Accounting Auditor's Report and by the Audit & Supervisory Board Members in preparing their Audit Report.

- If there is any revision in the items subject to measures for electronic provision, the Company will disclose that fact and post the original and revised versions of the items on each of the websites listed on the previous page.

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1 Appropriation of Surplus

The Company has given consideration to matters including business performance and dividend payout ratio based on the maintenance of stable dividends, while paying attention to the enhancement of internal reserves to put the Company on a firmer footing, and it proposes the payment of year-end dividend as follows:

- (1) Type of dividend property
Cash
- (2) Allotment of dividend property and its aggregate amount

Common shares of the Company	¥25 per share
Total dividends	¥89,420,400
- (3) Effective date of dividend of surplus
May 30, 2024

Proposal No. 2 Election of Five Directors

The terms of office of all five Directors will expire at the conclusion of this meeting. Therefore, the Company proposes the election of five Directors.

In regard to the election of candidates for Director, the election is determined by the Board of Directors taking into consideration a report from the Appointment and Compensation Advisory Committee, which is a voluntary advisory body.

The candidates for Director are as follows:

Candidate No.	Name	Current position in the Company	Attribute	Knowledge, experience and expertise possessed by the candidate					
				Corporate Management	Internationality	Sales	Financial Accounting	Technical Quality	Legal Risk
1	Makoto Mori	Chairman, President and CEO	[Reelection]	○	○	○	○	○	○
2	Naoki Shinoda	Managing Director and Chief Division Officer of Sales	[Reelection]		○	○		○	○
3	Naoyuki Higuchi	Director	[Reelection]	○	○	○			
4	Yoshitaka Asano	Director	[Reelection] [Outside] [Independent]	○	○			○	
5	Keiko Ogawa	–	[New election] [Outside] [Independent]	○	○	○	○		

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	Makoto Mori (January 16, 1948) [Reelection]	<p>Mar. 1971 Joined the Company</p> <p>Mar. 1982 Main Factory Manager</p> <p>May 1982 Director, Main Factory Manager</p> <p>May 1987 Managing Director</p> <p>May 1994 Senior Managing Director</p> <p>May 1997 President</p> <p>Oct. 1997 Director of Accuromm USA, Inc.</p> <p>Feb. 2000 Director of Fuji Engineering Co., Ltd.</p> <p>Apr. 2011 Vice President of Dalian Fuji Tool Co., Ltd. (current position)</p> <p>Aug. 2012 Chairman of Fuji Engineering Co., Ltd.</p> <p>May 2018 Chairman of the Company</p> <p>May 2023 Chairman, President and CEO (current position)</p> <p>[Significant concurrent positions outside the Company] President of C-max Limited</p>	127,900
<p>Reasons for nomination as candidate for Director</p> <ul style="list-style-type: none"> - Makoto Mori has been striving for development, leading the way in the Company's management for many years as Director and Main Factory Manager of the Company since 1982 and President of the Company since 1997. In addition, he concurrently serves as Vice President of an overseas subsidiary of the Company, and has high expertise in global business development and management supervision. Utilizing his abundant experience, he has assumed duties as a representative of the Company in the administration of execution and operation management of the Company business strategies and external matters including diverse activities of the financial world and industry groups, and is fully engaged in his role in a position to oversee all aspects of management. The Company proposes his reelection as Director as he is deemed to be an appropriate person to sustainably increase the corporate value. <p>Other matters to note regarding the candidate for Director</p> <ul style="list-style-type: none"> - There is no special interest between Mr. Mori and the Company. - The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company that includes all Directors as insureds and covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties or in pursuit of such liability. In the event he takes office of Director, he will be covered by the insurance policies. The Company intends to renew the agreement in June 2024. 			

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	Naoki Shinoda (October 27, 1970) [Reelection]	Apr. 1996 Joined the Company Mar. 2016 General Manager of Engineering Department Apr. 2017 Director of Accuromm Central Europe Sp. z o.o. Mar. 2018 Executive Officer and Chief Division Officer of Engineering of the Company Mar. 2020 Director of HanBoo Engineering Co., Ltd. Jun. 2020 Director of Accuromm USA, Inc. Mar. 2021 Director of SIGA MACHINE TOOL CO., LTD. Apr. 2021 Director of Accuromm MEXICO S.A. de C.V. (current position) Mar. 2022 Director of Fuji Engineering Co., Ltd. May 2023 Managing Director and Chief Division Officer of Engineering of the Company Mar. 2024 Managing Director and Chief Division Officer of Sales (current position) [Significant concurrent positions outside the Company] None	1,000
<p>Reasons for nomination as candidate for Director</p> <ul style="list-style-type: none"> - Naoki Shinoda has been assigned to the Engineering Department and has demonstrated his ability in a wide range of fields from design to technical proposals. <p>Working together with the Sales Department, he would visit customers and bring back problems that they have received from customers and thoroughly investigate them to contribute to improvements. This proves his strong sense of responsibility and mentality, and his achievements and knowledge are highly evaluated. He is also noted for his extensive overseas experience. Currently, as Managing Director and Chief Division Officer of Sales, he carries out his duties with a focus on expanding sales channels as well as technical aspects. The Company proposes his reelection as Director as he is deemed to be an appropriate person to serve as a key link between the sales and engineering divisions of the Company.</p> <p>Other matters to note regarding the candidate for Director</p> <ul style="list-style-type: none"> - There is no special interest between Mr. Shinoda and the Company. - The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company that includes all Directors as insureds and covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties or in pursuit of such liability. In the event he takes office of Director, he will be covered by the insurance policies. The Company intends to renew the agreement in June 2024. 			

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
3	Naoyuki Higuchi (August 15, 1964) [Reelection]	<p>Apr. 1997 Joined the Company</p> <p>Mar. 2005 Vice President of TT FUJI TOOL SUPPORT CO., LTD.</p> <p>Mar. 2013 President and CEO</p> <p>Mar. 2015 Executive Officer of the Company</p> <p>Mar. 2017 Managing Executive Officer</p> <p>Oct. 2017 Director of FUJISEIKO (THAILAND) CO., LTD.</p> <p>Mar. 2019 Managing Executive Officer and Chief Division Officer of Sales of the Company</p> <p>May 2020 Senior Managing Director and Chief Division Officer of Sales</p> <p>Mar. 2021 Vice President of SIGA MACHINE TOOL CO., LTD.</p> <p>Jun. 2021 Director of TT FUJI TOOL SUPPORT CO., LTD. (current position)</p> <p>Mar. 2024 Director of the Company (current position)</p> <p>Mar. 2024 President of SIGA MACHINE TOOL CO., LTD. (current position)</p> <p>[Significant concurrent positions outside the Company] None</p>	7,400
<p>Reasons for nomination as candidate for Director</p> <ul style="list-style-type: none"> - Naoyuki Higuchi worked in the tool management business launched in Thailand, which featured a new business model, and he served as Vice President of TT FUJI TOOL SUPPORT CO., LTD. from 2005 to 2013 and President and CEO in 2013. He possesses a strong sense of responsibility and mindset cultivated in his management experience at that company along with the skills to adapt flexibly to changes in the external environment. His track record and knowledge are highly regarded. Currently, as a part-time Director of the Company, he concurrently serves as President of SIGA MACHINE TOOL CO., LTD. In that capacity, he is in charge of activities to expand the sales of existing businesses and develop new ones, in an effort to promote expansion of the Company's business. The Company proposes his reelection as Director as he is deemed to be an appropriate person to sustainably increase the corporate value. <p>Other matters to note regarding the candidate for Director</p> <ul style="list-style-type: none"> - Mr. Higuchi serves concurrently as Director of TT FUJI TOOL SUPPORT CO., LTD. The Company has business relations with TT FUJI TOOL SUPPORT CO., LTD. such as product sales. - The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company that includes all Directors as insureds and covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties or in pursuit of such liability. In the event he takes office of Director, he will be covered by the insurance policies. The Company intends to renew the agreement in June 2024. 			

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	Yoshitaka Asano (June 25, 1951) [Reelection] [Outside] [Independent]	<p>Apr. 1975 Joined NIPPONDENSO CO., LTD. (currently DENSO CORPORATION)</p> <p>Jan. 1999 General Manager of Diesel Production Department</p> <p>Jan. 2004 President of Siam DENSO manufacturing Co., Ltd.</p> <p>Jun. 2006 Managing Executive Officer of Production Engineering of DENSO CORPORATION</p> <p>Jun. 2009 Managing Executive Officer of Procurement</p> <p>Jun. 2010 Advisor</p> <p>Jun. 2010 President of DENSO Manufacturing Kitakyushu Co., Ltd. (currently DENSO Kyushu Corporation)</p> <p>Apr. 2014 Advisor</p> <p>Aug. 2015 Technical Advisor of DMG MORI CO., LTD.</p> <p>Apr. 2019 Technical Advisor of the Company</p> <p>Apr. 2020 Advisor</p> <p>May 2023 Outside Director (current position)</p> <p>[Significant concurrent positions outside the Company]</p> <p>None</p>	-
<p>Reasons for nomination as candidate for outside Director and overview of expected roles</p> <ul style="list-style-type: none"> - Yoshitaka Asano is a candidate for outside Director. He has extensive experience in the automotive industry and a high level of insight regarding tool technology. The Company proposes his reelection as outside Director as his track record and insight are highly regarded and as he will play a sufficient role in making decisions on important management matters and supervising the execution of business operations of the Company. <p>Other matters to note regarding the candidate for outside Director</p> <ul style="list-style-type: none"> - There is no special interest between Mr. Asano and the Company. - Mr. Asano is currently an outside Director of the Company, and at the conclusion of this meeting, his tenure as outside Director will have been one year. - The Company has submitted notification to Nagoya Stock Exchange, Inc. that he has been designated as an independent officer as provided for by the aforementioned exchange. - The Company has entered into an agreement with him, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, to limit his liability for damages under Article 423, paragraph (1) of the Companies Act. The maximum amount of liability for damages under this agreement is the minimum liability amount provided for by laws and regulations. If his reelection is approved, the Company plans to renew the aforementioned agreement with him. - The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company that includes all Directors as insureds and covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties or in pursuit of such liability. In the event he takes office of outside Director, he will be covered by the insurance policies. The Company intends to renew the agreement in June 2024. 			

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
	<p style="text-align: center;">Keiko Ogawa (December 5, 1955) [New election] [Outside] [Independent]</p>	<p>Aug. 1989 Joined UNION TOOL CO. Dec. 2007 General Manager of Internal Audit Department Feb. 2014 Executive Officer and General Manager of Internal Audit Department Mar. 2018 Executive Officer and Administrative Division Manager Mar. 2020 Audit & Supervisory Board Member Mar. 2022 Executive Officer and Marketing Division Manager (current position)</p> <p>[Significant concurrent positions outside the Company] Executive Officer and Marketing Division Manager of UNION TOOL CO.</p>	-
5	<p>Reasons for nomination as candidate for outside Director and overview of expected roles</p> <ul style="list-style-type: none"> - Keiko Ogawa is a new candidate for outside Director. She has been active as Executive Officer and Marketing Division Manager of UNION TOOL CO. The Company proposes her election as outside Director as her track record and insight are highly regarded and as she will play a sufficient role in making decisions on important management matters and supervising the execution of business operations of the Company. <p>Other matters to note regarding the candidate for outside Director</p> <ul style="list-style-type: none"> - Ms. Ogawa serves as Executive Officer and Marketing Division Manager of UNION TOOL CO. The Company has business relations with UNION TOOL CO. such as product supply. - Ms. Ogawa satisfies the requirements for an independent officer as provided for by Nagoya Stock Exchange, Inc., and the Company plans to designate her as an independent officer and submit notification to the aforementioned exchange after she is appointed as outside Director. - If Ms. Ogawa is appointed as outside Director, the Company will enter into an agreement with her, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, to limit her liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement will be limited to the amount provided for by laws and regulations. - The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company that includes all Directors as insureds and covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties or in pursuit of such liability. In the event she takes office of outside Director, she will be covered by the insurance policies. The Company intends to renew the agreement in June 2024. 		

Proposal No. 3 Election of Three Audit & Supervisory Board Members

The terms of office of all three Audit & Supervisory Board Members will expire at the conclusion of this meeting. Therefore, the Company proposes the election of three Audit & Supervisory Board Members.

The consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidates for Audit & Supervisory Board Member are as follows:

Candidate No.	Name	Current position in the Company	Attribute	Knowledge, experience and expertise possessed by the candidate					
				Corporate Management	Internationality	Sales	Financial Accounting	Technical Quality	Legal Risk
1	Mikinori Kamiya	Senior Manager of Internal Audit Section	[New election]					○	○
2	Toru Hirano	Audit & Supervisory Board Member	[Reelection] [Outside] [Independent]						○
3	Motoyasu Kimura	Audit & Supervisory Board Member	[Reelection] [Outside] [Independent]				○		

Candidate No.	Name (Date of birth)	Career summary, position and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Mikinori Kamiya (October 24, 1964) [New election]	<p>Apr. 1987 Joined the Company</p> <p>Mar. 2017 Deputy General Manager of Quality Assurance Department</p> <p>Mar. 2018 General Manager of Quality Assurance Department</p> <p>Mar. 2021 Senior Manager of Internal Audit Section (current position)</p> <p>[Significant concurrent positions outside the Company] None</p>	-
<p>Reasons for nomination as candidate for Audit & Supervisory Board Member</p> <ul style="list-style-type: none"> - Mikinori Kamiya served as Deputy General Manager of Quality Assurance Department of the Company from 2017 and has been serving as Senior Manager of Internal Audit Section of the Company since 2021, striving to improve quality control and internal controls, among other things. - The Company proposes his election as Audit & Supervisory Board Member as he is deemed to be an appropriate person to strengthen the Company's corporate governance system. <p>Other matters to note regarding the candidate for Audit & Supervisory Board Member</p> <ul style="list-style-type: none"> - There is no special interest between Mr. Kamiya and the Company. - If Mr. Kamiya is appointed as Audit & Supervisory Board Member, the Company will enter into an agreement with him, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, to limit his liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement will be limited to the amount provided for by laws and regulations. - The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company that includes all Audit & Supervisory Board Members as insureds and covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties or in pursuit of such liability. In the event he takes office of Audit & Supervisory Board Member, he will be covered by the insurance policies. The Company intends to renew the agreement in June 2024. 			

Candidate No.	Name (Date of birth)	Career summary, position and significant concurrent positions outside the Company	Number of the Company's shares owned
	Toru Hirano (August 18, 1976) [Reelection] [Outside] [Independent]	<p>Oct. 2002 Registered as an attorney at law Joined Dai-Ichi Tokyo Bar Association</p> <p>Jul. 2004 Joined Aichi Bar Association Joined Narita Law Office (currently Narita-Hasegawa Law Office) (current position)</p> <p>Apr. 2006 Member of Special Committee on Constitutional Issues of Aichi Bar Association (current position)</p> <p>May 2016 Outside Audit & Supervisory Board Member of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Attorney at law</p>	-
2	<p>Reasons for nomination as candidate for outside Audit & Supervisory Board Member</p> <ul style="list-style-type: none"> - Toru Hirano is a candidate for outside Audit & Supervisory Board Member. He has no experience of being involved in the management of a company other than being an outside Audit & Supervisory Board Member. However, he has abundant experience and expertise as an attorney at law and is well versed in corporate legal affairs, and he properly performs his duties as an outside Audit & Supervisory Board Member, including auditing legality and appropriateness. The Company proposes his reelection as outside Audit & Supervisory Board Member as he is deemed to be an appropriate person to strengthen the Company's corporate governance system. <p>Other matters to note regarding the candidate for outside Audit & Supervisory Board Member</p> <ul style="list-style-type: none"> - The Company has an advisory agreement with Narita-Hasegawa Law Office, of which Mr. Hirano is a member. However, the advisory fee is far lower than what would be considered material, and there is no risk of a conflict of interest with general shareholders, which would affect his independence. - Mr. Hirano is currently an outside Audit & Supervisory Board Member of the Company, and at the conclusion of this meeting, his tenure as Audit & Supervisory Board Member will have been eight years. - The Company has submitted notification to Nagoya Stock Exchange, Inc. that he has been designated as an independent officer as provided for by the aforementioned exchange. - The Company has entered into an agreement with him, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, to limit his liability for damages under Article 423, paragraph (1) of the Companies Act. The maximum amount of liability for damages under this agreement is limited to the amount provided for by laws and regulations. If his reelection is approved, the Company plans to renew the aforementioned agreement with him. - The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company that includes all Audit & Supervisory Board Members as insureds and covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties or in pursuit of such liability. In the event he takes office of outside Audit & Supervisory Board Member, he will be covered by the insurance policies. The Company intends to renew the agreement in June 2024. 		

Candidate No.	Name (Date of birth)	Career summary, position and significant concurrent positions outside the Company	Number of the Company's shares owned
	<p style="text-align: center;">Motoyasu Kimura (December 18, 1978) [Reelection] [Outside] [Independent]</p>	<p>Oct. 2003 Joined ChuoAoyama Audit Corporation Jun. 2007 Registered as a certified public accountant Jul. 2007 Joined KPMG AZSA & Co. (currently KPMG AZSA LLC) Jul. 2009 Registered as a tax accountant Established Kimura Motoyasu Accounting Office, Director (current position) Sep. 2009 Outside Audit & Supervisory Board Member of JB ELEVEN CO.,LTD. May 2016 Outside Audit & Supervisory Board Member of the Company (current position) Jun. 2016 Outside Director (Audit and Supervisory Committee Member) of JB ELEVEN CO.,LTD. (current position) Jun. 2021 Outside Director of GOURMET KINEYA CO., LTD. (current position)</p> <p>[Significant concurrent positions outside the Company] Certified public accountant, tax accountant Director of Kimura Motoyasu Accounting Office Outside Director (Audit and Supervisory Committee Member) of JB ELEVEN CO.,LTD. Outside Director of GOURMET KINEYA CO., LTD.</p>	-
3	<p>Reasons for nomination as candidate for outside Audit & Supervisory Board Member</p> <ul style="list-style-type: none"> - Motoyasu Kimura is a candidate for outside Audit & Supervisory Board Member. He has no experience of being involved in the management of a company other than being an outside director or an outside Audit & Supervisory Board Member. However, he has abundant experience and expertise in finance and accounting as a certified public accountant and tax accountant, and he properly performs his duties as an outside Audit & Supervisory Board Member, including auditing legality and appropriateness. The Company proposes his reelection as outside Audit & Supervisory Board Member as he is deemed to be an appropriate person to strengthen the Company's corporate governance system. <p>Other matters to note regarding the candidate for outside Audit & Supervisory Board Member</p> <ul style="list-style-type: none"> - There is no special interest between Mr. Kimura and the Company. - Mr. Kimura is currently an outside Audit & Supervisory Board Member of the Company, and at the conclusion of this meeting, his tenure as Audit & Supervisory Board Member will have been eight years. - The Company has submitted notification to Nagoya Stock Exchange, Inc. that he has been designated as an independent officer as provided for by the aforementioned exchange. - The Company has entered into an agreement with him, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, to limit his liability for damages under Article 423, paragraph (1) of the Companies Act. The maximum amount of liability for damages under this agreement is limited to the amount provided for by laws and regulations. If his reelection is approved, the Company plans to renew the aforementioned agreement with him. - The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company that includes all Audit & Supervisory Board Members as insureds and covers losses that may arise from the insured's assumption of liability incurred in the course of the performance of duties or in pursuit of such liability. In the event he takes office of outside Audit & Supervisory Board Member, he will be covered by the insurance policies. The Company intends to renew the agreement in June 2024. 		

Proposal No. 4 Election of One Substitute Audit & Supervisory Board Member

The Company requests approval for the election of one substitute outside Audit & Supervisory Board Member to be ready for the situation in which the number of the Company’s outside Audit & Supervisory Board Members falls short of that required by laws and regulations.

The consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidate for substitute outside Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career summary and position in the Company (Significant concurrent positions outside the Company)	Number of the Company’s shares owned
<p style="text-align: center;">Chiemi Oba (March 23, 1961)</p>	<p>Apr. 1990 Joined UNION TOOL CO. Mar. 2018 General Manager of Internal Audit Department Mar. 2021 Audit & Supervisory Board Member (current position) Auditor of TAIWAN UNION TOOL CORP. a subsidiary (current position) Mar. 2022 Auditor of UNION TOOL (SHANGHAI) CO., LTD. a subsidiary (current position) Auditor of DONGGUAN UNION TOOL LTD. a subsidiary (current position) [Significant concurrent positions outside the Company] Audit & Supervisory Board Member of UNION TOOL CO.</p>	—
<p>Reasons for nomination as candidate for substitute outside Audit & Supervisory Board Member</p> <ul style="list-style-type: none"> - Chiemi Oba is a candidate for substitute outside Audit & Supervisory Board Member. She has a high level of insight into corporate management, including having served as General Manager of Internal Audit Department of UNION TOOL CO. She currently plays an active role as Audit & Supervisory Board Member of UNION TOOL CO. and Auditor of its subsidiaries. She fully understands her responsibilities and duties as Audit & Supervisory Board Member. The Company considers that if she is appointed as an outside Audit & Supervisory Board Member, she will perform audits on legality and appropriateness from an objective standpoint. Therefore, the Company proposes her election as substitute outside Audit & Supervisory Board Member. <p>Other matters to note regarding the candidate for substitute outside Audit & Supervisory Board Member</p> <ul style="list-style-type: none"> - There is no special interest between Ms. Oba and the Company. - Ms. Oba satisfies the requirements for an independent officer as provided for by Nagoya Stock Exchange, Inc., and the Company plans to designate her as an independent officer and submit notification to the aforementioned exchange after she is appointed as outside Audit & Supervisory Board Member. - If Ms. Oba is appointed as outside Audit & Supervisory Board Member, the Company will enter into an agreement with her, pursuant to the provisions of Article 427, paragraph (1) of the Companies Act, to limit her liability for damages under Article 423, paragraph (1) of the same Act. The maximum amount of liability for damages under this agreement will be the minimum liability amount provided for by laws and regulations. - The Company has entered into a directors and officers liability insurance policy, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company that includes all Audit & Supervisory Board Members as insureds and covers losses that may arise from the insured’s assumption of liability incurred in the course of the performance of duties or in pursuit of such liability. In the event she takes office of outside Audit & Supervisory Board Member, she will be covered by the insurance policies. The Company intends to renew the agreement in June 2024. 		