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(Stock Exchange Code 7287)

June 6, 2025

(Date of Commencement of Electronic Provision Measures:

June 5, 2025)

To Shareholders with Voting Rights:

Koichi Sato
President, Representative Director and Chief
Executive Officer
NIPPON SEIKI CO., LTD.
2-34, Higashizaoh 2-chome, Nagaoka-shi,
Niigata

**NOTICE OF
THE 80TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

You are cordially notified of the 80th Annual General Meeting of Shareholders of NIPPON SEIKI CO., LTD. (the “Company”). The meeting will be held for the purposes as described below.

In convening this Annual General Meeting of Shareholders, we have taken measures to electronically provide information (“Matters for Electronic Provision”) that mainly constitutes the Reference Documents for the Shareholders’ Meeting and have posted such information as the “NOTICE OF THE 80TH ANNUAL GENERAL MEETING OF SHAREHOLDERS” on the Company’s website on the Internet. Therefore, shareholders are asked to review the materials by accessing the Company’s website indicated below.

The Company’s website: https://global.nippon-seiki.co.jp/ir_meeting/

In addition to the above website, the Matters for Electronic Provision have also been posted on the Tokyo Stock Exchange (TSE) website. Shareholders are, therefore, asked to confirm the materials by accessing the TSE website (Listed Company Search) indicated below, entering and searching the issue name (the Company’s name) or securities code, and selecting “Basic information” and “Documents for public inspection / PR information.”

The Tokyo Stock Exchange website (Listed Company Search)

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

If you do not attend the meeting, you can exercise your voting rights via the Internet or in writing. Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:00 p.m. on Thursday, June 26, 2025, Japan time.

1. Date and Time: Friday, June 27, 2025, at 10:00 a.m.

2. Place: Gymnasium at the headquarters of the Company, located at
2-34, Higashizaoh 2-chome, Nagaoka-shi, Niigata

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 80th Fiscal Year (April 1, 2024–March 31, 2025) 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 80th Fiscal Year (April 1, 2024–March 31, 2025)

Proposals to be resolved:

Proposal 1 Partial Amendments to the Articles of Incorporation

Proposal 2: Election of Five (5) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

Proposal 3: Election of Five (5) Directors Who Are Audit and Supervisory Committee Members

4. Matters decided upon the convocation of the General Meeting of Shareholders

- (1) Among the Matters for Electronic Provision, in accordance with laws and regulations and the provisions of the Articles of Incorporation of the Company, the following items are not included in the paper-based documents delivered to the shareholders. The Audit and Supervisory Committee and the Accounting Auditors have audited documents subject to auditing including the following items.
 - (i) "Matters concerning the Company's stock acquisition rights, etc."
 - (ii) "System to ensure that the execution of duties by Directors complies with laws and regulations and the Articles of Incorporation, and other systems to ensure the appropriateness of business operations," "Outline of the implementation status of systems to ensure the appropriateness of business operations," and "Basic policy on the control of the Company" in "Systems and Policies of the Company"
 - (iii) "Notes to the Consolidated Financial Statements"
 - (iv) "Notes to the Non-consolidated Financial Statements"
- (2) If you exercise your voting rights both via the Internet and in writing, the Company will only deem the exercise via the Internet valid. Also, if you exercise your voting rights several times via the Internet, the Company will only deem the last exercise valid.
- (3) If you do not indicate your vote for or against each proposal on the Voting Rights Exercise Form returned to the Company via postal mail, the Company will deem that you have approved such proposals.

End

- The reception starts at 9:00 a.m.
- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- If you are unable to attend the meeting, you may exercise your voting rights by a proxy. In such case, the proxy must be another shareholder of the Company who holds voting rights, and that person will be required to submit a document certifying his/her authority to be a proxy.
- If any revisions to the Matters for Electronic Provisions arise, a notice to that effect and both the matters before the revision and after the revision will be posted on the Internet, namely on the Company's website and the TSE website, which are mentioned above.

Guidance on How to Exercise the Voting Rights
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If you are able to attend the General Meeting of Shareholders:	
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Attending the General Meeting of Shareholders	<p>Date and time of the meeting: Friday, June 27, 2025, at 10:00 a.m. Please bring the enclosed Voting Rights Exercise Form and submit it at the reception desk. Please come to the venue early as the reception desk will be crowded immediately before the opening of the meeting.</p>
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If you are unable to attend the General Meeting of Shareholders:		
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Voting in writing	“Smart Voting”	Voting via the Internet From a PC, a smartphone, etc., access the voting website at: https://www.web54.net
Voting Deadline	Voting Deadline	Voting Deadline
To be received no later than 5:00 p.m. Thursday, June 26, 2025	No later than 5:00 p.m. Thursday, June 26, 2025	No later than 5:00 p.m. Thursday, June 26, 2025
Please indicate your vote for or against the proposal on the enclosed Voting Rights Exercise Form and return it so that it will be received by the Shareholder Register Administrator of the Company by the deadline. If you do not indicate your vote for or against the proposal on the Voting Rights Exercise Form, the Company will deem that you have approved the proposal.	Please scan the “Login QR Code for the voting website for smartphones” provided in the lower right of the enclosed Voting Rights Exercise Form with a smartphone or a tablet terminal.	Please access the voting website, use the Voting Rights Exercise Code and the Password provided on the enclosed Voting Rights Exercise Form, and follow the on-screen instructions to register your vote for or against the proposal.

Please see the following page for details.

<p>If you have questions about the use of your PC or smartphone for exercising your voting rights, please contact: Sumitomo Mitsui Trust Bank, Limited, Securities Agent Web Support Hotline Toll-free call: 0120-652-031 Services available from 9:00 a.m. to 9:00 p.m.</p>
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“Smart Voting”	
1. Access the voting website for smartphones Please scan the “Login QR Code for the voting website for smartphones” with a smartphone or a tablet terminal. <small>*QR Code is a registered trademark of DENSO WAVE INCORPORATED.</small>	
2. Open the voting website Please access the URL presented on the screen, to open the voting website. There are two ways to exercise your voting rights.	
3. Vote for or against each proposal individually Please follow the on-screen instructions to enter your vote for or against each proposal.	4. “Approve” all the proposals presented by the Company
If there are no problems on the confirmation page, please click on “Submit Vote” button to complete the voting process.	
<div style="border: 1px solid black; padding: 10px;"> If you wish to change your vote after you have exercised your voting rights, you will need to scan the QR Code again and enter the “Voting Rights Exercise Code” and the “Password” provided on the enclosed Voting Rights Exercise Form. (You may also exercise your voting rights by accessing the voting website at https://www.web54.net directly from your PC.) </div>	

Voting via the Internet
1. Access the voting website at: <u>https://www.web54.net</u>
2. Log in by entering the “Voting Rights Exercise Code” provided on the enclosed Voting Rights Exercise Form
3. Enter the Password provided on the enclosed Voting Rights Exercise Form
After that, please follow the on-screen instructions to enter your vote for or against each proposal.

* Shareholders will be responsible for connection and communication charges when using the voting website.

* You may not be able to use the voting website depending on your Internet environment, the service you subscribe to, and the model of smartphone, etc. you are using.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Partial Amendments to the Articles of Incorporation

1. Reasons for amendments

In order to maintain and enhance the Board of Directors' independent and objective supervisory function over management, Article 23 of the current Articles of Incorporation, which limits the Chairman of the Board of Directors to the President and Director, shall be amended to allow other Directors to serve as Chairperson.

2. Details of amendments

The details of the amendments are as follows.

(Underlines indicate the amended parts.)


Current Articles of Incorporation	Proposed Amendments
Article 23. (Convener and Chairperson of the Board of Directors) 1. Unless otherwise provided by laws and regulations, the Board of Directors shall be convened and presided over by <u>the President and Director</u> . 2. In the event that the <u>President and Director</u> is unable to act, another Director shall convene and preside over the Board of Directors, in the order of priority previously determined by the Board of Directors.	Article 23. (Convener and Chairperson of the Board of Directors) 1. Unless otherwise provided by laws and regulations, the Board of Directors shall be convened and presided over by <u>a Director determined in advance by the Board of Directors</u> . 2. In the event that the <u>Director determined pursuant to the preceding paragraph</u> is unable to act, another Director shall convene and preside over the Board of Directors, in the order of priority previously determined by the Board of Directors.


Proposal 2: Election of Five (5) Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)


The terms of office of all five (5) Directors (excluding Directors who are Audit and Supervisory Committee Members; the same applies hereinafter in this proposal) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of five (5) Directors is proposed.


The candidates for Directors are as follows:


No.	Name	Current position at the Company	Attributes	Number of attendances at Board of Directors meetings
1	Koichi Sato	President, Representative Director and Chief Executive Officer	Reappointment Male	15 / 15
2	Keiichi Nagano	Vice President, Representative Director and Chief Executive Officer	Reappointment Male	15 / 15
3	Masahiro Yoshihara	Director and Senior Managing Officer	Reappointment Male	15 / 15
4	Masatoshi Azuma	Director and Managing Officer	Reappointment Male	15 / 15
5	Satsuki Shimada	Director	Reappointment Outside Director Independent Director Female	11 / 11

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions		Number of shares of the Company held	Relationship of special interests with the Company
1	 Koichi Sato (October 26, 1962)	April 1985	Joined the Company	21,297	None
	April 2006	Vice President and Director, N.S. International, Ltd.			
	June 2011	Director, the Company			
		June 2013	Managing Director		
		June 2016	Director and Managing Officer		
		April 2017	Director and Senior Managing Officer		
		June 2019	Representative Director and Senior Managing Officer		
		June 2020	President, Representative Director and Chief Executive Officer (to present)		
	(Number of attendances at Board of Directors meetings)		15 / 15		
	(Reasons for selecting the candidate for Director) Koichi Sato has taken a leading role in the management of the Company as President and Representative Director and has an extensive range of experience in the execution of business in the engineering division and deep insight into corporate management. Aiming to “generate a harmonious interface connecting the world and people,” he has taken the leadership of the Nippon Seiki Group in implementing measures to enhance its corporate value. It is expected that, as a member of the Board of Directors, he will continue to utilize his wealth of experience and achievements to reinforce the Board’s decision-making and supervisory functions, and therefore he has been selected as a candidate for Director.				

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
2	 Keiichi Nagano (July 5, 1965)	April 1989 Joined the Company March 2014 General Manager, Nippon Seiki (Europe) B.V. June 2020 Senior Operating Officer June 2021 Director and Senior Operating Officer June 2022 Director and Managing Officer June 2023 Director and Senior Managing Officer June 2024 Vice President, Representative Director and Chief Executive Officer (to present) April 2025 In charge of Automotive Business Headquarters, Motorcycle and Sensor Business Headquarters, Component Business Headquarters, Automotive System Design Headquarters, and Corporate Management Headquarters (to present)	13,570	None
		(Number of attendances at Board of Directors meetings) 15 / 15 (Reasons for selecting the candidate for Director) Keiichi Nagano has an extensive range of experience and achievements through the execution of businesses in the divisions of development and engineering, the management of overseas subsidiaries, and other responsibilities. In addition, he has assumed the office of Vice President and Representative Director, thereby acquiring deep insight into corporate management. By utilizing his experience and knowledge at the Company's Board of Directors, he is expected to reinforce the Board's decision-making and supervisory functions, and therefore he has been selected as a candidate for Director.		

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
3	 <p>Masahiro Yoshihara (March 11, 1964)</p>	<p>September 1985 Joined the Company</p> <p>October 2016 President, Shanghai Nissei Display System Co., Ltd.</p> <p>June 2022 Director and Senior Operating Officer</p> <p>June 2023 Director and Managing Officer</p> <p>April 2024 In charge of Production Engineering Headquarters, Production Headquarters Geographical area in his charge: North and Mid America and South America</p> <p>June 2024 Director and Senior Managing Officer (to present)</p> <p>June 2024 In charge of Production Engineering Headquarters Geographical area in his charge: North and Mid America and South America</p> <p>April 2025 In charge of Global Quality Assurance Headquarters, Global Production Headquarters, and Nagaoka Plant Geographic area in his charge: Japan (Monozukuri) (to present)</p> <p>(Significant concurrent position)</p> <ul style="list-style-type: none"> Chairman of the Board, Nippon Seiki De Mexico S.A. De C.V. 	4,580	See Note 1
		<p>(Number of attendances at Board of Directors meetings) 15 / 15</p> <p>(Reasons for selecting the candidate for Director)</p> <p>Masahiro Yoshihara has an extensive range of experience and achievements through the execution of businesses in the divisions of production and production engineering and as the top management of overseas subsidiaries. In addition, he has assumed the office of Director and Senior Managing Officer, thereby acquiring deep insight into corporate management.</p> <p>By utilizing his experience and knowledge at the Company's Board of Directors, he is expected to reinforce the Board's decision-making and supervisory functions, and therefore he has been selected as a candidate for Director.</p>		

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
4	 Masatoshi Azuma (June 11, 1963)	April 1984 June 2018 April 2020 June 2020 April 2021 April 2023 April 2024 April 2025 (Significant concurrent positions) • Chairman of the Board, Thai Nippon Seiki Co., Ltd. • Chairman, Vietnam Nippon Seiki Co., Ltd.	Joined the Company Senior Operating Officer Chief of the Headquarters, Enterprise Management Headquarters and General Manager, Enterprise Supervision Dept. Geographical area in his charge: ASEAN Director and Managing Officer (to present) Chief of the Headquarters, Enterprise Management Headquarters Geographical area in his charge: ASEAN and Taiwan In charge of Enterprise Management Headquarters Geographical area in his charge: ASEAN, Taiwan, and India In charge of Sourcing Headquarters Geographical area in his charge: ASEAN, Taiwan, and India In charge of Technology Development Headquarters and Global Sourcing Headquarters Geographical area in his charge: India (to present)	13,884 <

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
5	 <p>Satsuki Shimada (May 6, 1964)</p> <p>Outside Director</p> <p>Independent Director</p>	<p>April 1987 Joined Fujitsu Limited</p> <p>May 2013 Senior Manager, Product Development Process Audit Group, Product Process Audit Division, the said Company</p> <p>June 2015 Executive Officer, General Manager, Group Business Promotion Office, and General Manager, Assessment Business Department, Fujitsu Quality Laboratory Ltd. (currently Eurofins FQL Ltd.); and Senior Director, Platform Quality Division, Fujitsu Limited</p> <p>July 2021 Executive Officer, General Manager, Process Consulting Department, Eurofins FQL Ltd.</p> <p>February 2024 General Manager, in charge of Solution Business, Eurofins FQL Ltd. (to present)</p> <p>June 2024 Director (to present)</p>	200	None
	<p>(Number of attendances at Board of Directors meetings) 11 / 11</p> <p>(Reasons for selecting the candidate for Outside Director and an outline of expected roles) Satsuki Shimada is currently an Outside Director of the Company, and her period of service as such will be one year at the conclusion of this Annual General Meeting of Shareholders. She is expected to provide recommendations, advice, and supervision regarding the corporate management strategy including the management policies, from an objective and medium- to long-term viewpoint, based on a wide range of achievements in the fields of manufacturing, the software design process, and quality assurance. She has an extensive range of experience as Executive Officer and a wide range of achievements mainly in the fields of manufacturing, the software design process, and quality assurance. For these reasons, she is expected to supervise the management of the Company and she has been selected as a candidate for Outside Director.</p>			

(Notes)

1. Candidate for Director, Masahiro Yoshihara, concurrently serves as Chairman of the Board, Nippon Seiki De Mexico S.A. De C.V., with which the Company has business relationships, including the sales and purchases of products and parts. The Company also provides loans thereto.
2. Candidate for Director, Masatoshi Azuma, has the following special interests with the Company.
 - a. He concurrently serves as Chairman of the Board, Thai Nippon Seiki Co., Ltd., with which the Company has business relationships, including the sales and purchases of products and parts.
 - b. He concurrently serves as Chairman, Vietnam Nippon Seiki Co., Ltd., with which the Company has business relationships, including the sales and purchases of products and parts.
3. Candidate for Director, Satsuki Shimada is a candidate for Outside Director. She has no special interests with the Company. Satsuki Shimada has been designated as an Independent Director as set forth by the Tokyo Stock Exchange and notification thereof has been submitted to the said Exchange. If her election is approved, she will continue to be designated as an Independent Director.
4. The Company has an agreement with Satsuki Shimada to limit the liability for damages as prescribed in Article 423, Paragraph 1, of the Companies Act pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement will be the minimum amount of liability stipulated in Article 425, Paragraph 1, of the Companies Act. If her election is approved, the Company will continue the said agreement with her.
5. The Company has entered into a directors and officers (D&O) liability insurance contract with an insurance company. In the event that claims for damages are made against the insured persons, the said insurance contract shall compensate for legal damages and litigation expenses to be borne by the insured. If elected, each candidate will be insured under the said insurance contract. Also, the Company intends to renew the said insurance contract with the same contents at the time of the next renewal.
6. The Audit and Supervisory Committee has expressed its opinion regarding the selection of Directors (excluding Directors who are Audit and Supervisory Committee Members) as follows:

The Audit and Supervisory Committee, based on the “Audit and Supervisory Committee Auditing Standards,” examined with regard to this proposal whether the candidates have been selected and nominated in accordance with the policy set forth in the “Basic Approach to Corporate Governance” of the Company, after receiving explanations of the deliberation results from the Appointment Advisory Committee consisted of three Outside Directors who are Audit and Supervisory Committee Members regarding the approach taken in selecting candidates for Directors and their careers, achievements, and roles, etc. that are to be assigned to each candidate, and exchanging opinions. As a result, it has been deemed that the selection and nomination procedures are appropriate and that each candidate is suitable as a Director of the Company.


Proposal 3: Election of Five (5) Directors Who Are Audit and Supervisory Committee Members


The terms of office of all five (5) Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of five (5) Directors who are Audit and Supervisory Committee Members is proposed.


This proposal has already received the consent of the Audit and Supervisory Committee.


The candidates for Directors who are Audit and Supervisory Committee Members are as follows:


No.	Name	Current position at the Company	Attributes	Number of attendances at Board of Directors meetings	Number of attendances at Audit and Supervisory Committee meetings
1	Yuji Hirata	Advisor	New appointment Male	—	—
2	Eiko Tomiyama	Director (Audit and Supervisory Committee Member)	Reappointment Outside Director Independent Director Female	15 / 15	13 / 13
3	Kiyoshi Suzuki	Director (Audit and Supervisory Committee Member)	Reappointment Outside Director Independent Director Male	14 / 15	12 / 13
4	Toshihiko Enomoto	Director (Audit and Supervisory Committee Member)	Reappointment Outside Director Independent Director Male	15 / 15	13 / 13
5	Toshiyuki Yamada	—	New appointment Outside Director Independent Director Male	—	—

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
1	 <p>Yuji Hirata (October 23, 1961)</p> <p>New appointment</p>	<p>April 1984 Joined the Company</p> <p>April 2011 President, Shanghai Nissei Display System Co., Ltd.</p> <p>June 2013 Director</p> <p>October 2016 Director and Managing Officer</p> <p>April 2021 Director and Managing Officer, in charge of Production Headquarters and Production Engineering Headquarters; President and Representative Director, NS Advantech Co., Ltd.</p> <p>June 2022 Retired from the post of Director and Managing Officer</p> <p>June 2022 President and Representative Director, NS Advantech Co., Ltd.</p> <p>May 2023 Director, Advisor and General Manager of Resin Manufacturing Division, NS Advantech Co., Ltd.</p> <p>May 2025 Retired from the post of Director, Advisor and General Manager of Resin Manufacturing Division, NS Advantech Co., Ltd.</p> <p>May 2025 Advisor (to present)</p>	19,600	None
	<p>(Reasons for selecting the candidate for Director who is an Audit and Supervisory Committee Member)</p> <p>Yuji Hirata has extensive knowledge and expertise in the fields of production engineering and Monozukuri, as well as an extensive range of experience and achievements, including the execution of businesses as the top management of domestic and overseas subsidiaries. In addition, he has deep knowledge and experience in audits.</p> <p>By utilizing his abundant experience and knowledge in supervision, etc. of execution of the Company's businesses, he is expected to adequately perform the duties as a Director who is an Audit and Supervisory Committee Member, and therefore he has been newly selected as a candidate for Director who is an Audit and Supervisory Committee Member.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
2	<div></div> <div>Eiko Tomiyama (October 31, 1963)</div> <div>Outside Director</div> <div>Independent Director</div>	<div>April 2010 Professor, Graduate School of Entrepreneurial Studies, Graduate Institute for Entrepreneurial Studies, Niigata Sogo Gakuen (to present)</div> <div>April 2014 Vice President in charge of Regional/International Affairs, Graduate Institute for Entrepreneurial Studies, Niigata Sogo Gakuen</div> <div>June 2018 Director</div> <div>June 2019 Director (Audit and Supervisory Committee Member) (to present)</div> <div>April 2025 Vice President (Regional Affairs, Industry-Government-Academia Collaboration, International Affairs), Graduate School of Entrepreneurial Studies, Graduate Institute for Entrepreneurial Studies, Niigata Sogo Gakuen (to present)</div> <div>May 2025 Outside Director (Audit and Supervisory Committee Member), Halows Co., Ltd. (to be appointed)</div> <div>(Significant concurrent positions)</div> <div>• Professor, Graduate School of Entrepreneurial Studies, Graduate Institute for Entrepreneurial Studies, Niigata Sogo Gakuen</div> <div>• Vice President (Regional Affairs, Industry-Government-Academia Collaboration, International Affairs), Graduate School of Entrepreneurial Studies, Graduate Institute for Entrepreneurial Studies, Niigata Sogo Gakuen</div> <div>• Outside Director (Audit and Supervisory Committee Member), Halows Co., Ltd. (scheduled to take office on May 29, 2025)</div>	4,600	None
	<div>(Number of attendances at Board of Directors meetings) 15 / 15</div> <div>(Number of attendances at Audit and Supervisory Committee meetings) 13 / 13</div> <div>(Reasons for selecting the candidate for Outside Director who is an Audit and Supervisory Committee Member and an outline of expected roles)</div> <div>Eiko Tomiyama is currently an Outside Director who is an Audit and Supervisory Committee Member of the Company, and her period of service as Outside Director will be seven years at the conclusion of this Annual General Meeting of Shareholders, and her period of service as Outside Director who is an Audit and Supervisory Committee Member will be six years at the conclusion of this Annual General Meeting of Shareholders.</div> <div>Based on her research achievements, mainly in the study of the global marketing field of the automobile industry, including those in emerging countries, she is expected to provide advice, suggestions, and supervision regarding the corporate management strategy of the Company, including the management policies and matters related to SDGs and ESG, from an objective and medium- to long-term viewpoint, thereby contributing to the sustainable growth of the Company. Although she has not directly been involved in corporate management other than serving as an Outside Director, she has mainly studied the global marketing field of the automobile industry, including those in emerging countries for many years, accumulating significant knowledge and experience as an expert in economy and business management. For these reasons, she is deemed able to adequately perform the duties as an Outside Director who is an Audit and Supervisory Committee Member. In the expectation that she will supervise the management of the Company, she has been selected as a candidate for Outside Director who is an Audit and Supervisory Committee Member.</div>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
3	 Kiyoshi Suzuki (April 20, 1952) <div>Outside Director</div> <div>Independent Director</div>	April 1975 Joined Sankyo Electric Company (currently SANDEN CORPORATION) September 2000 General Manager of Quality Division, SANDEN CORPORATION June 2003 Director & Corporate Officer, General Manager of Technology Division, the said Company June 2005 Director & Executive Corporate Officer, General Manager of Technology Division, the said Company June 2007 Senior Director in charge of Technology, IT, and Corporate Planning, the said Company January 2014 Senior Executive Officer, Head of Technology Development Division, PARAMOUNT BED CO., LTD. June 2019 Director (Audit and Supervisory Committee Member) (to present)	3,000	None
	(Number of attendances at Board of Directors meetings)	14 / 15		
	(Number of attendances at Audit and Supervisory Committee meetings)	12 / 13		
	(Reasons for selecting the candidate for Outside Director who is an Audit and Supervisory Committee Member and an outline of expected roles) Kiyoshi Suzuki is currently an Outside Director who is an Audit and Supervisory Committee Member of the Company, and his period of service as such will be six years at the conclusion of this Annual General Meeting of Shareholders. He is expected to provide appropriate advice, suggestions, and supervision regarding the corporate management strategy including the management policies, from an objective and medium- to long-term viewpoint, based on the extensive range of management experience as Director of a global company, and a wide range of achievements mainly in the fields of new technology development, new product development, and quality assurance. He has an extensive range of management experience as Director of a global company and a wide range of achievements mainly in the fields of new technology development, new product development, and quality assurance. For these reasons, he is expected to supervise the management of the Company and he has been selected as a candidate for Outside Director who is an Audit and Supervisory Committee Member.			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
	 <p>Toshihiko Enomoto (August 28, 1958)</p> <p>Outside Director</p> <p>Independent Director</p>	<p>April 1985 Joined NSK Ltd.</p> <p>June 2008 Head of Consolidated Accounting Department, Finance Division Headquarters, the said Company</p> <p>June 2013 Vice President, Deputy Head of Finance Division Headquarters, the said Company</p> <p>June 2015 Executive Advisor, Head of Internal Audit Department, the said Company</p> <p>June 2016 Director, Member of the Audit Committee, the said Company</p> <p>June 2021 Executive Advisor, the said Company</p> <p>June 2022 Retired from the post of Executive Advisor, the said Company</p> <p>June 2023 Director (Audit and Supervisory Committee Member) (to present)</p>		
4	<p>(Number of attendances at Board of Directors meetings) 15 / 15</p> <p>(Number of attendances at Audit and Supervisory Committee meetings) 13 / 13</p> <p>(Reasons for selecting the candidate for Outside Director who is an Audit and Supervisory Committee Member and an outline of expected roles)</p> <p>Toshihiko Enomoto is currently an Outside Director who is an Audit and Supervisory Committee Member of the Company, and his period of service as such will be two years at the conclusion of this Annual General Meeting of Shareholders. He is expected to provide appropriate advice, suggestions, and supervision regarding the corporate management strategy including the management policies, from an objective and medium- to long-term viewpoint, based on the extensive range of management experience as Director of a global company, and a wide range of achievements mainly in the fields of finance and accounting and operational audits. He has an extensive range of management experience as Director of a global company and a wide range of achievements mainly in the fields of finance and accounting and operational audits. For these reasons, he is expected to supervise the management of the Company and he has been selected as a candidate for Outside Director who is an Audit and Supervisory Committee Member.</p>		800	None

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	Relationship of special interests with the Company
5	 Toshiyuki Yamada (September 10, 1974) <div>New appointment</div> <div>Outside Director</div> <div>Independent Director</div>	October 2005 Registered as Lawyer October 2005 Joined Sakai and Saiki Law Office May 2009 Transferred to ASAHI NIIGATA Law office April 2011 Vice President, NIIGATA BAR ASSOCIATION April 2018 Civil Conciliation Commissioner, Niigata District Court, and Niigata Summary Court (to present) January 2025 Judicial Commissioner, Niigata Summary Court (to present)	0	None
	(Reasons for selecting the candidate for Outside Director who is an Audit and Supervisory Committee Member and an outline of expected roles) Toshiyuki Yamada is a new candidate for Outside Director. Based on his expert knowledge and experience gained as a lawyer, he is expected to provide advice, suggestions, and supervision regarding the corporate management strategy of the Company, including the management policies, from an objective and medium- to long-term viewpoint. Although he has not directly been involved in corporate management other than serving as an Outside Director, he has expert knowledge and experience gained as a lawyer. For these reasons, he is deemed able to adequately perform the duties as an Outside Director who is an Audit and Supervisory Committee Member. In the expectation that he will supervise the management of the Company, he has been newly selected as a candidate for Outside Director who is an Audit and Supervisory Committee Member.			

(Notes)

- Each of the candidates has no special interests with the Company.
- Eiko Tomiyama, Kiyoshi Suzuki, Toshihiko Enomoto, and Toshiyuki Yamada are candidates for Outside Directors. Eiko Tomiyama, Kiyoshi Suzuki, and Toshihiko Enomoto have been designated as Independent Directors as set forth by the Tokyo Stock Exchange and notification thereof has been submitted to the said Exchange. If the election of each of them is approved, they will continue to be designated as Independent Directors. Additionally, if Toshiyuki Yamada is elected, the Company plans to designate him as an Independent Director as set forth by the Tokyo Stock Exchange.
- The Company has agreements with Eiko Tomiyama, Kiyoshi Suzuki, and Toshihiko Enomoto to limit the liability for damages as prescribed in Article 423, Paragraph 1, of the Companies Act pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act. The maximum amount of liability pursuant to the agreement will be the minimum amount of liability stipulated in Article 425, Paragraph 1, of the Companies Act. If the election of each of them is approved, the Company will continue the said agreement with each of them. Additionally, if Toshiyuki Yamada is elected, the Company plans to conclude a similar agreement with him.
- The Company has entered into a directors and officers (D&O) liability insurance contract with an insurance company. In the event that claims for damages are made against the insured persons, the said insurance contract shall compensate for legal damages and litigation expenses to be borne by the insured. If elected, each candidate will be insured under the said insurance contract. Also, the Company intends to renew the said insurance contract with the same contents at the time of the next renewal.

Reference: Composition of the Board of Directors and Skills Matrix after Election

			Corporate Manage- ment	Production / Production Engineer- ing	Research, Develop- ment, Design	Marketing, Business	Account- ing, Finance, Tax	Corporate Govern- ance	ESG, Sus- tainability	Global Experience	HR, Personnel Develop- ment	IT, DX
Koichi Sato	Inside		○		○	○	○	○		○	○	
Keiichi Nagano	Inside		○		○	○			○	○	○	○
Masahiro Yoshihara	Inside		○	○						○	○	○
Masatoshi Azuma	Inside		○		○		○	○	○		○	○
Satsuki Shimada	Outside		○	○	○							○
Yuji Hirata	Inside	Audit and Supervisory Committee Member	○	○				○		○		
Eiko Tomiyama	Outside	Audit and Supervisory Committee Member				○			○		○	
Kiyoshi Suzuki	Outside	Audit and Supervisory Committee Member	○	○	○							○
Toshihiko Enomoto	Outside	Audit and Supervisory Committee Member	○				○	○		○		
Toshiyuki Yamada	Outside	Audit and Supervisory Committee Member						○				