

*Note: This document is a partial translation of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.*

Stock Exchange Code: 3105

March 10, 2026

(Electronic Provision Measures Commencement Date: February 27, 2026)

Dear Shareholders:

**Nisshinbo Holdings Inc.**

2-31-11, Nihonbashi Ningyo-cho, Chuo-ku, Tokyo

Yasuji Ishii

President and Director

## **Notice of Convocation of The 183rd Ordinary General Meeting of Shareholders**

You are cordially invited to the 183rd Ordinary General Meeting of Shareholders of Nisshinbo Holdings Inc. (the “Company”).

The Company has taken measures for electronic provision to convene this General Meeting of Shareholders. The information which is the content of the Reference Document Concerning the General Meeting of Shareholders (the Electronic Provision Measures Matters) is posted on the websites described in “5. Matters related to Measures for Electronic Provision” below. Please take the time to view this information.

**If you are unable to attend the meeting in person, you may exercise your voting rights in advance either via the Internet or by mail. The Company respectfully requests you to study the “Reference Document Concerning the General Meeting of Shareholders” below and exercise your voting rights on or before 5:20 p.m. (JST) (the end of the Company’s business hours) March 26, 2026 (Thursday):**

### **[In case of exercising voting rights via the Internet]**

Please log in and indicate whether you approve or disapprove the items on the agenda on or before the time limit stated above upon making reference to “Information for exercising voting rights by the Internet” (though available for Japanese resident shareholders only).

### **[In case of exercising voting rights by mail]**

Please indicate on the Voting Rights Exercise Form enclosed herewith your approval or disapproval to the items on the agenda, and return the form to be received by the Company by mail on or before the time limit stated above.

## **PARTICULARS**

### **1. Date and Time of the Meeting:**

Friday, March 27, 2026 at 10:00 a.m. (Reception starts at 9:00 a.m.)

## 2. Place of the Meeting:

Ariake Room, 2nd Floor, Royal Park Hotel  
2-1-1 Nihonbashi Kakigara-cho, Chuo-ku, Tokyo, Japan

## 3. Matters to be dealt with at the Meeting:

### Matters to be Reported:

1. Report on the Business Report, the Consolidated Financial Statements for the 183rd Fiscal Year (from January 1, 2025 to December 31, 2025) and the Results on the Audits of Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board.
2. Report on the Non-Consolidated Financial Statements for the 183rd Fiscal Year (January 1, 2025 to December 31, 2025).

### Matters to be Resolved:

**First Item of Business:** Election of Seven (7) Directors

**Second Item of Business:** Election of One (1) Substitute Audit & Supervisory Board Member

## 4. Matters related to Exercise of Voting Rights:

- (1) In the event that a shareholder exercises voting rights both via the Internet and by return mail (Voting Rights Exercise Form), the Company will consider the exercise of voting rights via the Internet to be valid.
- (2) In the event that a shareholder exercises voting rights via the Internet more than once, the Company will consider the last exercise of voting rights to be valid.
- (3) If there is no indication of approval or disapproval for the proposals on the returned voting form, it will be treated as an indication of approval.
- (4) In the event that a shareholder exercises voting rights through an agent, the agent shall be a shareholder having a voting right. Furthermore, a document verifying the power of attorney shall be submitted to the Company.

## 5. Matters related to Measures for Electronic Provision

The Electronic Provision Measures Matters are stated as “Notice of Convocation (Delivered Documents)” and “Matters Omitted from the Delivered Documents” in “183rd (from January 1, 2025 to December 31, 2025)” of “General Meeting of Shareholders” on the Company website.

Website of the Company

<https://www.nisshinbo.co.jp/ir/stock/meeting.html>

In addition to the above, the Electronic Provision Measures Matters are available at “Listed Company Search” on the website of the Tokyo Stock Exchange, Inc.

Website of the Tokyo Stock Exchange, Inc.

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

\*Please view the “Notice of 2026 Annual General Meeting and Meeting Materials (Delivered Documents)” and “Informational Materials for 2026 Annual General Meeting (Matters Omitted from the Delivered Documents)” by inputting either Nisshinbo in “Issue name” or “3105” in “Code” and then by clicking “Basic information,” “Documents for public inspection/PR information” and “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting (Click here for access).”

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- The following matters out of the Electronic Provision Measures Matters are not stated in the document that will be issued to shareholders who requested the issuance of such a document pursuant to the relevant laws and regulations as well as the provisions of Article 14 of the Articles of Incorporation of the Company.
- “Major offices,” “Principal lenders and the amount of borrowings,” “Other important matters regarding the current status of the Company group,” “Status of the stock acquisition rights,” “Status of the outside officers,” “Status of the accounting auditors,” “Structure to ensure appropriate business operations and operating status of said structure,” and “Basic policy regarding control of the company” of the Business Report, “Consolidated statements of changes in net assets” and “Notes to consolidated financial statements” of the Consolidated Financial Statements, and “Non-consolidated statements of changes in net assets” and “notes to non-consolidated financial statements” of the Non-consolidated Financial Statements.
- \*Shareholders who have not requested the issuance of the document by the record date specified by laws and regulations (December 31, 2025 for this General Meeting) will be provided with a document containing the Reference Document Concerning the General Meeting of Shareholders as well as excerpts of key points from the Business Report and Consolidated Financial Statements, in addition to the Notice of Convocation.
- \*Please also refer to the website below about the content of the Electronic Provision System.
- <https://www.tr.mufg.jp/daikou/denshi.html>
- If there is any amendment to the contents of the Electronic Provision Measures Matters, the Company will announce such amendment on the Company website and the website of the Tokyo Stock Exchange, Inc. as referred to in the above “5. Matters related to Measures for Electronic Provision.”

## Reference Document Concerning the General Meeting of Shareholders

### First Item of Business: Election of Seven (7) Directors

The term of office of all of the nine (9) Directors will expire at the conclusion of this General Meeting.

Accordingly, the Company would like to propose the election of seven (7) Directors (including four (4) Outside Directors).

The candidates are as follows:

| No. | Name                       | Attribute of Candidate of Director                       | Current Positions and Responsibilities at the Company   | Attendance at the Board of Directors' meetings |
|-----|----------------------------|--|---|--|
| 1   | Yasuji Ishii<br>(Male)     | Re-Nominated   | President and Representative Director   | 100.0%<br>(All 16 meetings)                    |
| 2   | Kaichiro Sakuma<br>(Male)  | Newly Nominated  | Executive Managing Officer  | -  |
| 3   | Tetsuya Kumakawa<br>(Male) | Newly Nominated  | Managing Officer<br>(Responsible for Corporate Strategy Department and Talent & D&I Development Department) | -  |
| 4   | Keiji Taga<br>(Male)       | Re-Nominated<br>Outside Director<br>Independent Director | Director  | 100.0%<br>(All 16 meetings)                    |
| 5   | Hiroaki Yagi<br>(Male)     | Re-Nominated<br>Outside Director<br>Independent Director | Director  | 100.0%<br>(All 16 meetings)                    |
| 6   | Naoko Tani<br>(Female)     | Re-Nominated<br>Outside Director<br>Independent Director | Director  | 100.0%<br>(All 16 meetings)                    |
| 7   | Richard Dyck<br>(Male)     | Re-Nominated<br>Outside Director<br>Independent Director | Director  | 100.0%<br>(All 16 meetings)                    |

Independent Director

Director designated as Independent Officer and filed with the stock exchange

1

**Yasuji Ishii** (Male) (Date of birth: December 25, 1964 Age: 61)

■ **Brief personal profile, title and responsibilities**

|              |   |
|--------------|---|
| April 1988   | Joined the Company  |
| April 2011   | Managing Officer and General Manager of Production of Friction Materials Division of Nisshinbo Brake Inc.   |
| April 2013   | Executive Managing Officer, Senior Manager of Strategy Office, General Manager of Product Division (served concurrently) and Engineering Division of Nisshinbo Brake Inc. (served concurrently) |
| June 2013    | Director and Executive Managing Officer of Nisshinbo Brake Inc.   |
| January 2015 | Senior Manager of Brake R&D Division of Nisshinbo Brake Inc.  |
| April 2015   | Vice President and Director of Nisshinbo Brake Inc.   |
| June 2015    | Managing Officer of the Company   |
| June 2017    | President and Representative Director of Nisshinbo Brake Inc.   |
| March 2019   | Director and Managing Officer of the Company  |
| March 2023   | Deputy Chief of Corporate Strategy Center of the Company<br>Chairperson and Director of Nisshinbo Brake Inc. (served concurrently)  |
| March 2024   | Director and Executive Managing Officer of the Company<br>Chief of Corporate Strategy Center of the Company   |
| March 2025   | President and Representative Director of the Company (to the present)   |

■ **Number of Years on Board of Directors**  
7 years  
(after this AGM)

■ **Attendance at the Board of Directors' meetings**  
100.0%  
(All 16 meetings)

■ **Number of Company's shares held**  
34,570 shares

■ **Significant concurrent positions at companies other than the Company**

None

■ **Reason for election of candidate for Director and outline of expected role**

Since June 2017, Mr. Yasuji Ishii has served as President and Representative Director of Nisshinbo Brake Inc. He also has served as Director of the Company since March 2019, and concurrently served as Deputy Chief of Corporate Strategy Center of the Company and Chairperson and Director of Nisshinbo Brake Inc. from March 2023, and as Chief of Corporate Strategy Center of the Company from 2024. Since March 2025, he has served as President and Representative Director of the Company and managed the Company and the Group. The Company has judged that he would be fully able to perform his duties as Director in light of his substantial knowledge, management experience and performance, and high expertise in production and technology. Accordingly, he has been proposed as a candidate.



■ **Number of Years on Board of Directors**

-

■ **Attendance at the Board of Directors' meetings**

-

■ **Number of Company's shares held**

2,640 shares

■ **Brief personal profile, title and responsibilities**

- April 1979      Joined Hitachi, Ltd.
- April 2008      President and Chief Executive Officer of Hitachi Information & Telecommunication Systems Global Holding Corporation
- April 2009      Vice President & Executive Officer, Chief Executive Officer of System Solutions Business, Information & Telecommunication Systems Group of Hitachi, Ltd.
- April 2010      Chief Executive Officer of Platform Systems Business, Information & Telecommunication Systems Company of Hitachi, Ltd.
- April 2013      Representative Director, President and Chief Executive Officer of Hitachi Solutions, Ltd.
- April 2014      Vice President and Executive Officer, Vice President of Information & Telecommunication Systems Company, Information & Telecommunication Systems Group of Hitachi, Ltd. (served concurrently)
- April 2015      Senior Vice President and Executive Officer of Hitachi, Ltd.
- April 2016      Representative Executive Officer, Executive President and Executive Officer of Hitachi Kokusai Electric Inc. (currently KOKUSAI DENKI Electric Inc.)
- June 2016      Director, Representative Executive Officer, Executive President and Executive Officer of Hitachi Kokusai Electric Inc. (currently KOKUSAI DENKI Electric Inc.)
- June 2018      Representative Director, President and Chief Executive Officer of Hitachi Kokusai Electric Inc. (currently KOKUSAI DENKI Electric Inc.) (to the present)
- April 2024      Managing Officer of the Company
- March 2025      Executive Managing Officer of the Company (served concurrently, to the present) Chairperson of the Board of Japan Radio Co., Ltd. (served concurrently, to the present)

■ **Significant concurrent positions at companies other than the Company**

- Representative Director, President and Chief Executive Officer of Japan Radio Co., Ltd. (scheduled to take office in late March 2026)
- Director, Chairperson and Executive Officer of KOKUSAI DENKI Electric Inc. (scheduled to take office in late March 2026)

■ **Reason for election of candidate for Director and outline of expected role**

After serving as Senior Vice President and Executive Officer of Hitachi, Ltd. and Representative Director, President and Chief Executive Officer of Hitachi Solutions, Ltd., Mr. Kaichiro Sakuma has served as Director, Representative Executive Officer, Executive President and Executive Officer of Hitachi Kokusai Electric Inc. (currently KOKUSAI DENKI Electric Inc.) since 2016 and as Representative Director, President and Chief Executive Officer of that company since 2018. He was appointed Managing Officer of the Company in 2024, then Executive Managing Officer of the Company and Chairperson of the Board of Japan Radio Co., Ltd. in 2025. The Company has judged that he would be fully able to perform his duties as Director in light of his substantial knowledge, management experience and performance, and high expertise regarding the information and telecommunication systems business and the wireless and communications business. Accordingly, he has been proposed as a candidate.



■ **Brief personal profile, title and responsibilities**

|               |   |
|---------------|---|
| April 1991    | Joined the Company  |
| January 2014  | Senior Manager of Corporate Strategy Department of Corporate Strategy Center of the Company<br>Senior Manager of Nisshinbo Brake Inc. (assigned to the representative office in Germany; served concurrently) |
| February 2015 | Senior Vice President of TMD Friction Group S.A. (served concurrently)  |
| January 2018  | Senior Manager of Business Administration Department of Nisshinbo Brake Inc.  |
| April 2018    | Managing Officer of Nisshinbo Brake Inc.  |
| June 2018     | CEO of TMD Friction Group S.A.  |
| October 2019  | Senior Managing Director of Saeron Automotive Corporation   |
| January 2024  | Managing Officer of the Company (to the present)  |
| March 2024    | Director and Managing Officer of Nisshinbo Brake Inc.<br>Co-Representative Director of Saeron Automotive Corporation  |
| July 2024     | Senior Manager of Business Administration Department of Nisshinbo Brake Inc.  |
| January 2025  | Senior Manager of Corporate Strategy Department of Corporate Strategy Center of the Company   |
| April 2025    | Senior Manager of Corporate Strategy Department of the Company (to the present)   |
| December 2025 | Chief Executive Officer of Saeron Automotive Corporation (served concurrently, to the present)  |

Current position: Responsible for Corporate Strategy Department and Talent & D&I Development Department

■ **Significant concurrent positions at companies other than the Company**

Chief Executive Officer of Saeron Automotive Corporation

■ **Reason for election of candidate for Director and outline of expected role**

Mr. Tetsuya Kumakawa has previously served as Managing Officer of Nisshinbo Brake Inc., CEO of TMD Friction Group S.A., and Senior Managing Director of Saeron Automotive Corporation. Since 2024, he has served as Managing Officer of the Company, Director of Nisshinbo Brake Inc., and Chief Executive Officer of Saeron Automotive Corporation. The Company has judged that he would be fully able to perform his duties as Director in light of his substantial knowledge, management experience and performance, and high expertise regarding management strategy and sales. Accordingly, he has been proposed as a candidate.

■ **Number of Years on Board of Directors**

-

■ **Attendance at the Board of Directors' meetings**

-

■ **Number of Company's shares held**

6,920 shares



■ **Brief personal profile, title and responsibilities**

- April 1973      Joined Japan Development Bank (currently Development Bank of Japan Inc.)
- October 1999    General Manager of Urban Development Department of Development Bank of Japan Inc.
- June 2002      General Manager of General Affairs Department of Development Bank of Japan Inc.
- June 2004      Executive Director of Development Bank of Japan Inc.
- October 2008    Director and Executive Managing Officer of Development Bank of Japan Inc.
- June 2009      Vice President and Representative Director of Tokyo Ryutsu Center Inc.  
President and Representative Director of TRC Service Co., Ltd.
- June 2013      President and Representative Director of Tokyo Ryutsu Center Inc.  
Director of TRC Service Co., Ltd.
- June 2017      Chairperson and Director of DBJ Asset Management Co., Ltd.
- June 2018      Adviser to DBJ Asset Management Co., Ltd.
- March 2019     Outside Director of the Company (to the present)

■ **Number of Years on Board of Directors**  
7 years  
(after this AGM)

■ **Attendance at the Board of Directors' meetings**  
100.0%  
(All 16 meetings)

■ **Number of Company's shares held**  
0 shares

■ **Significant concurrent positions at companies other than the Company**

None

■ **Reason for election of candidate for Outside Director and outline of expected role**

Mr. Keiji Taga has engaged in corporate management as a director of Development Bank of Japan Inc. and president and representative director of Tokyo Ryutsu Center Inc. The Company has appointed him as a candidate for Outside Director in the expectation that he would be able to utilize his substantial work experience and management experience of government-affiliated financial institutions, and management performance and high expertise of business companies in the supervision of the management of the Group from an independent standpoint.



■ **Brief personal profile, title and responsibilities**

- April 1981 Appointed as Public Prosecutor
- January 2007 Special Investigation Director of Tokyo District Court Public Prosecutors Office
- December 2015 Chief Prosecutor of Tokyo District Court Public Prosecutors Office
- September 2016 Deputy Prosecutor-General of Supreme Public Prosecutors Office
- July 2018 Superintending Prosecutor of Tokyo High Public Prosecutors Office
- March 2019 Registered as attorney-at-law (to the present)
- June 2019 President of Japan International Training Cooperation Organization (JITCO)  
(currently Japan International Trainee & Skilled Worker Cooperation Organization)
- March 2020 Outside Director of the Company (to the present)

■ **Number of Years on Board of Directors**  
6 years  
(after this AGM)

■ **Attendance at the Board of Directors' meetings**  
100.0%  
(All 16 meetings)

■ **Number of Company's shares held**  
0 shares

■ **Significant concurrent positions at companies other than the Company**

None

■ **Reason for election of candidate for Outside Director and outline of expected role**

Mr. Hiroaki Yagi held important positions of Tokyo High Public Prosecutors Office etc. as public prosecutor. After retirement, he serves as attorney-at-law and has also served as president of Japan International Trainee & Skilled Worker Cooperation Organization. The Company has appointed him as a candidate for Outside Director in the expectation that he would be able to utilize his professional knowledge about laws, and substantial experience and high expertise of the legal profession in the supervision of the management of the Group from an independent standpoint.



■ **Brief personal profile, title and responsibilities**

- April 1978      Joined Suntory Limited
- June 1980      Joined Marcom International Inc.
- September 1985      Joined SEMI Japan
- April 2001      Joined Semiconductor Portal, Inc.  
Director of Semiconductor Portal, Inc.
- November 2002      Representative Director of Semiconductor Portal, Inc.
- June 2007      President and Representative Director of Semiconductor Portal, Inc. (to the present)
- March 2021      Outside Director of the Company (to the present)

■ **Significant concurrent positions at companies other than the Company**

- President and Representative Director of Semiconductor Portal, Inc.

■ **Reason for election of candidate for Outside Director and outline of expected role**

Ms. Naoko Tani had been engaged in marketing and technical research, and planning and management of academic societies and exhibitions of the semiconductor industry for a long time, and serves as President and Representative Director of Semiconductor Portal, Inc. The Company has appointed her as a candidate for Outside Director in the expectation that she would be able to utilize her management experience of Semiconductor Portal, Inc., and professional knowledge and high expertise regarding the semiconductor industry in the supervision of the management of the Group from an independent standpoint.

■ **Number of Years on Board of Directors**

5 years  
(after this AGM)

■ **Attendance at the Board of Directors' meetings**

100.0%  
(All 16 meetings)

■ **Number of Company's shares held**

0 shares



■ **Brief personal profile, title and responsibilities**

- June 1975 Assistant Professor at Harvard University
- September 1976 Assistant Professor at The Ohio State University
- December 1976 Chief of Tokyo Representative Office of Government of U.S. State of Ohio
- August 1978 North Pacific Sales Manager of Special Material Business Unit of General Electric Japan Ltd.
- December 1982 Representative Director of Teradyne K.K.
- September 1988 Vice President of Teradyne, Inc.
- March 1999 Representative Director of TCS Japan K.K.
- September 2008 Chairperson and Director of Alphana Technology Co., Ltd.
- February 2009 Representative Director of TGK K.K. (to the present)
- January 2010 Director of Mattson Technology, Inc.
- March 2013 Representative Director of Levitronix Japan K.K.
- March 2023 Outside Director of the Company (to the present)

■ **Number of Years on Board of Directors**  
3 years  
(after this AGM)

■ **Attendance at the Board of Directors' meetings**  
100.0%  
(All 16 meetings)

■ **Number of Company's shares held**  
13,000 shares

■ **Significant concurrent positions at companies other than the Company**

Representative Director of TGK K.K., Outside Director of Semiconductor Portal, Inc., and Outside Director of Japan Industrial Partners, Inc.

■ **Reason for election of candidate for Outside Director and outline of expected role**

Mr. Richard Dyck has served as a representative director of semiconductor-related companies in both the U.S. and Japan and as an outside director of listed companies in Japan. He currently serves as Representative Director of TGK K.K. and as an outside director of several other companies. The Company has appointed him as a candidate for Outside Director in the expectation that he would be able to utilize his extensive management experience, deep insights into the capital markets and corporate governance, and expertise and highly advanced knowledge about the domestic and overseas semiconductor industry in the supervision of the management of the Group from an independent standpoint.

(Notes)

1. Ages of each candidate above are those of counting fully completed years at the time of this General Meeting.
2. There is no special interest between each of the candidates and the Company.
3. Mr. Keiji Taga, Mr. Hiroaki Yagi, Ms. Naoko Tani and Mr. Richard Dyck are candidates for Outside Directors.
4. Mr. Keiji Taga, Mr. Hiroaki Yagi, Ms. Naoko Tani and Mr. Richard Dyck have been designated as Independent Officers provided for by Tokyo Stock Exchange on which the Company's shares are listed and have been filed with the stock exchange. In the event that re-election of each of them is approved, each of the candidates will continue to act as Independent Officer. Mr. Keiji Taga was employed by Development Bank of Japan Inc., which is one of the Company's major lenders, from April 1973 to June 2009. He served as an executive director from June 2004 to September 2008, and as a director from October 2008 to June 2009. However, he has not been involved with the management and business execution of Development Bank of Japan Inc. after his retirement, and it has been more than ten years since he left the bank.
5. The terms of office of candidates for Outside Directors are as follows:
  - (1) The term of office of Mr. Keiji Taga as Outside Director of the Company will have been seven years at the conclusion of this General Meeting.
  - (2) The term of office of Mr. Hiroaki Yagi as Outside Director of the Company will have been six years at the conclusion of this General Meeting.
  - (3) The term of office of Ms. Naoko Tani as Outside Director of the Company will have been five years at the conclusion of this General Meeting.
  - (4) The term of office of Mr. Richard Dyck as Outside Director of the Company will have been three years at the conclusion of this General Meeting.
6. The Company has entered into a liability limiting agreement with Mr. Keiji Taga, Mr. Hiroaki Yagi, Ms. Naoko Tani and Mr. Richard Dyck under which the liability for damages set forth in Article 423, Paragraph 1 of the Companies Act shall be limited to the prescribed 5 million yen, or the minimum liability amount provided for in laws and regulations, whichever is higher, on the assumption that he/she discharges his/her duties in good faith and without gross negligence. In the event that the re-election of each of them is approved, the agreement will be continued.
7. The Company has entered into a Directors and Officers Liability Insurance Contract with an insurance company as prescribed in Article 430-3, Paragraph 1 of the Companies Act, which will compensate for damages, litigation expenses, etc. attributed to management that would be borne by the insured person under the insurance contract. In the event that the appointment of each of the candidates is approved, each of them will be included as an insured person under the insurance contract.

**(Reference) Expertise and Experience Required as Directors of the Company  
(Skills Matrix)**

| Name \ Skill     | Management Experience | Inter-national Experience /Knowledge | Business /Industry Knowledge | ESG | Technology /Innovation | Legal /Risk Management | Finance /Accounting |
|------------------|-----------------------|--------------------------------------|------------------------------|-----|------------------------|------------------------|---------------------|
| Yasuji Ishii     | ○                     | ○                                    | ○                            |     | ○                      |                        |                     |
| Kaichiro Sakuma  | ○                     | ○                                    | ○                            |     | ○                      |                        |                     |
| Tetsuya Kumakawa | ○                     | ○                                    |                              | ○   |                        |                        | ○                   |
| Keiji Taga       | ○                     |                                      |                              |     |                        | ○                      | ○                   |
| Hiroaki Yagi     |                       |                                      |                              | ○   |                        | ○                      |                     |
| Naoko Tani       | ○                     | ○                                    | ○                            |     |                        |                        |                     |
| Richard Dyck     | ○                     | ○                                    | ○                            |     | ○                      |                        |                     |

※ The main skills of each director are shown up to a maximum of four. Not all skills are shown.

## Second Item of Business: Election of One (1) Substitute Audit & Supervisory Board Member

In preparation for a case in which the number in the office of Audit & Supervisory Board Members becomes less than the minimum number provided for in laws and regulations, we would like to ask shareholders to elect one (1) Substitute Audit & Supervisory Board Member in advance.

The Board of Audit & Supervisory Board Members has consented to this Item of Business. The candidate for Substitute Audit & Supervisory Board Member is as follows:

**Fumihiro Nagaya** (Male) (Date of birth: November 27, 1965 Age: 60)

Outside Auditor

Independent Auditor

- |  |  |            |                 |            |                   |            |                  |            |                                 |           |   |
|--|--|------------|-----------------|------------|-------------------|------------|------------------|------------|---------------------------------|-----------|---|
| <p>■ <b>Number of Company's shares held</b><br/>0 shares</p> | <p>■ <b>Brief personal profile and title</b></p> <table border="0"><tr><td>April 1991</td><td>Assistant Judge</td></tr><tr><td>April 2000</td><td>Public Prosecutor</td></tr><tr><td>March 2003</td><td>Justice of Court</td></tr><tr><td>April 2004</td><td>Researcher in the Supreme Court</td></tr><tr><td>June 2009</td><td>Registered as an attorney-at-law (to the present)</td></tr></table> <p>■ <b>Significant concurrent positions at companies other than the Company</b><br/>None</p> <p>■ <b>Reason for election of candidate for Auditor and outline of expected role</b><br/>Mr. Fumihiro Nagaya has work experience as a justice and attorney-at-law and professional knowledge about legal affairs. The Company has appointed him as a candidate for Substitute Outside Audit &amp; Supervisory Board Member in the expectation that he would be able to utilize his significant expert knowledge, substantial experience and expertise in the supervision of the management of the Group from an independent standpoint.</p> | April 1991 | Assistant Judge | April 2000 | Public Prosecutor | March 2003 | Justice of Court | April 2004 | Researcher in the Supreme Court | June 2009 | Registered as an attorney-at-law (to the present) |
| April 1991   | Assistant Judge  |            |                 |            |                   |            |                  |            |                                 |           |   |
| April 2000   | Public Prosecutor  |            |                 |            |                   |            |                  |            |                                 |           |   |
| March 2003   | Justice of Court   |            |                 |            |                   |            |                  |            |                                 |           |   |
| April 2004   | Researcher in the Supreme Court  |            |                 |            |                   |            |                  |            |                                 |           |   |
| June 2009  | Registered as an attorney-at-law (to the present)  |            |                 |            |                   |            |                  |            |                                 |           |   |

(Notes)

1. Age of the candidate above is that of counting fully completed years at the time of this General Meeting.
2. There is no special interest between the candidate and the Company.
3. Mr. Fumihiro Nagaya is a candidate for Substitute Outside Audit & Supervisory Board Member.
4. In the event that Mr. Fumihiro Nagaya assumes the office of Outside Audit & Supervisory Board Member, the Company is scheduled to report Independent Officers provided for by Tokyo Stock Exchange on which the Company's shares are listed.
5. In the event that Mr. Fumihiro Nagaya assumes the office of Outside Audit & Supervisory Board Member, the Company is scheduled to enter into a liability limiting agreement with him, under which the liability for damages set forth in Article 423, Paragraph 1 of the Companies Act shall be limited to the prescribed 5 million yen, or the minimum liability amount provided for in laws and regulations, whichever is higher, on the assumption that he discharges his duties in good faith and without gross negligence.
6. The Company has entered into a Directors and Officers Liability Insurance Contract with an insurance company, as prescribed in Article 430-3, Paragraph 1 of the Companies Act, which will compensate for damages, litigation expenses, etc. attributed to management that would be borne by the insured person under the insurance contract. In the event that Mr. Fumihiro Nagaya assumes the office of Outside Audit & Supervisory Board Member, he will be included as an insured person under the insurance contract.

- End -