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Stock Code: 8150

# NOTICE OF THE 74th ORDINARY GENERAL MEETING OF SHAREHOLDERS

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**Time and Date of the Meeting:**

10:00 a.m. on Friday, June 20, 2025

Reception starts at 9:00 a.m.

**Venue:**

Conference Room on the 10th floor of the Company's headquarters,  
at 4-12, Shiba 4-chome, Minato-ku, Tokyo

**Agenda:**

Item 1: Payment of Year-End Dividends of Surplus

Item 2: Appointment of Eight (8) Directors (Except Directors Who are Audit & Supervisory Committee Members)

Item 3: Appointment of One (1) Substitute Director Who is an Audit & Supervisory Committee Member

If You are Unable to Attend the General Meeting of Shareholders
Please exercise your voting rights on the Internet or in writing. Deadline for exercise of voting rights: 5:10 p.m. on Thursday, June 19, 2025
No souvenirs will be distributed to attending shareholders.

Sanshin Electronics Co., Ltd.

# NOTICE OF THE 74th ORDINARY GENERAL MEETING OF SHAREHOLDERS

Stock Code: 8150  
May 30, 2025

Dear Shareholder:

The 74th Ordinary General Meeting of Shareholders of Sanshin Electronics Co., Ltd. (the “Company”), will be held at 10:00 a.m. (reception starts at 9:00 a.m.) on Friday, June 20, 2025, in the Conference Room on the 10th floor of the Company’s headquarters, at 4-12, Shiba 4-chome, Minato-ku, Tokyo.

When convening the General Meeting of Shareholders, the Company uses electronic provision measures for information that is the contents of reference materials, etc., for the General Meeting of Shareholders (matters subject to electronic provision measures). The information is posted on the Internet on the websites listed below. Please access either website to view the information.

Regarding this Notice, the Company will send the delivery document to all shareholders who requested delivery of written documents based on the applicable laws and regulations, and the Articles of Incorporation.

[Company Website]

<http://www.sanshin.co.jp/ir/meeting/>

(Please access the website listed above and refer to “Convocation Notice” under “The 74th (FY 2024) Ordinary General Meeting of Shareholders.”)

[Websites Listing Materials for the General Meeting of Shareholders]

<https://d.sokai.jp/8150/teiji/>

[Website Operated by the Tokyo Stock Exchange (Listed Company Search)]

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

(Please access the Tokyo Stock Exchange website listed above. In the “Company Name/Code” enter and search for “Sanshin Electronics” or the Company’s stock code “8150.” Click “Basic information” – “Documents for public inspection/PR information,” and then view the “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” under “Filed information available for public inspection.”)

If you are unable to attend the General Meeting of Shareholders, you may exercise your voting rights via the Internet or in writing. Please refer to the reference materials for the General Meeting of Shareholders listed later in this Notice. Follow the instructions for “Information on How to Exercise Your Voting Rights” listed on page 2 and exercise your voting rights no later than 5:10 p.m. on Thursday, June 19, 2025.

Sincerely yours,

Toshiro Suzuki

Representative Director, CEO

Sanshin Electronics Co., Ltd.

4-12, Shiba 4-chome, Minato-ku, Tokyo, Japan

## Meeting Details

### Agenda:

#### Items to be reported

1. The Business Report, the Consolidated Financial Statements, and the report of the audit of the consolidated accounts by the Accounting Auditors and Audit & Supervisory Committee for the 74th term, from April 1, 2024 to March 31, 2025, will be reported at the meeting.
2. The Non-Consolidated Financial Statements for the 74th term, from April 1, 2024 to March 31, 2025, will be reported at the meeting.

#### Items to be resolved

**Item 1: Payment of Year-End Dividends of Surplus**

**Item 2: Appointment of Eight (8) Directors (Except Directors Who are Audit & Supervisory Committee Members)**

**Item 3: Appointment of One (1) Substitute Director Who is an Audit & Supervisory Committee Member**

#### Information on How to Exercise Your Voting Rights:

(1) If you choose to exercise your voting rights in writing

Please exercise your voting rights by indicating your approval or disapproval on the enclosed proxy card, and return it to us so that it arrives no later than 5:10 p.m. on Thursday, June 19, 2025.

(2) If you choose to exercise your voting rights via the Internet

If you choose to vote via the Internet, please check page 4 of the original notice in Japanese, and vote on the Internet at the designated website no later than 5:10 p.m. on Thursday, June 19, 2025.

(3) If you exercise your voting rights both in writing and via the Internet, the electronic exercise shall be deemed as valid. Similarly, if you exercise your voting rights multiple times via the Internet, or more than once using a PC, a smartphone and a mobile phone, the latest exercise shall be deemed as valid.

When attending the meeting in person, please present the enclosed proxy card at the reception desk.

The following items are not included in the document delivered with this Notice, because they are posted on the websites listed above in accordance with the applicable laws and regulations, and the provision of the Company's Articles of Incorporation. Accounting Auditors and Audit & Supervisory Committee audit the documents subject to audit, including the following.

1) Notes to Consolidated Financial Statements

2) Notes to Non-consolidated Financial Statements

For this General Meeting of Shareholders, a document containing the matters subject to electronic provision measures has been uniformly sent, regardless of whether a request for delivery in written form was made. If any amendments are made to matters subject to electronic provision measures, the items before amendments and the items after amendments will be posted on the websites listed above.

## Reference Materials for the General Meeting of Shareholders

### Item 1: Payment of Year-End Dividends of Surplus

The Company considers profit returns to its shareholders as one of its management issues. The Company's basic policy is to determine dividends by comprehensively considering the need to maintain a balance between rewarding of shareholders, investment to gain opportunities for growth, attainment of sufficient retained earnings to enable sustainable growth, and improvement in capital efficiency. Under this policy, the Company has set a target for its dividend payout ratio of around 50% on a consolidated basis. Therefore, based on this policy, we currently plan to pay the year-end dividends for the fiscal year under review as follows.

Type of dividends	Cash
Allocation and total of year-end dividends	We propose to pay a year-end dividend of ¥105 per share, with the total payment of ¥1,297,221,555. (Combined with the already paid interim dividend, the annual dividend thus becomes ¥135 per share.)
Date of commencement of payment of dividends of surplus	June 23, 2025

**Item 2: Appointment of Eight (8) Directors (Except Directors who are Audit & Supervisory Committee Members)**

The terms of office for all eight Directors (excluding Directors who are Audit & Supervisory Committee members; hereinafter the same applies to this agenda item) will expire at the conclusion of this General Meeting of Shareholders. In their place, the shareholders will be asked to appoint eight Directors.

The Audit & Supervisory Committee of the Company has confirmed that all candidates for the position of Directors have been determined by the Board of Directors based on reports from the Nominations & Remuneration Committee, which is primarily composed of Independent Directors (External), and has judged that they are appropriate candidates.

The candidates for the position of Director are as follows:

Candidate No.	Name	Gender	Current title, etc.	Attribute
1	Mitsumasa Matsunaga	Male	Director, Chairman of the Board	Reappointment
2	Toshiro Suzuki	Male	Representative Director, CEO	Reappointment
3	Koji Sakamoto	Male	Director, Senior Operating Officer	Reappointment
4	Jun-ichi Murakami	Male	Director, Vice Senior Operating Officer	Reappointment
5	Hitoshi Iwakami	Male	Director, Vice Senior Operating Officer	Reappointment
6	Hiroshi Fukui	Male	Operating Officer	New Appointment
7	Minoru Nishino	Male	Director	Reappointment External Independent
8	Akihiro Fujioka	Male	Director	Reappointment External Independent

Reappointment

Candidate for  
reappointment as Director

New Appointment

Candidate for new  
appointment as Director

External

Candidate for  
Director (External)

Independent

Independent Director/Auditor  
stipulated by the Tokyo Stock  
Exchange

Candidate No. 1	<b>Mitsumasa Matsunaga</b> (born February 7, 1948)	Shares owned: 148,647 shares
		Rate of attendance at the Board of Directors meetings during the current term: 13 times / 13 meetings (100%)
<b>Reappointment</b>	[ <b>Brief personal history, and title and role in the Company</b> ] Jan. 1980:      Joined Sanshin Electronics Co., Ltd. Oct. 1980:      Director Nov. 1983:      Director, Senior Vice President Apr. 1993:      Director, Executive Vice President Jun. 1995:      Representative Director, Senior Executive Director Jun. 1996:      Representative Director, President Jun. 2014:      Representative Director, Chairman Aug. 2014:      Representative Director, Chairman/CEO Jun. 2016:      Representative Director, CEO Jun. 2024:      Director, Chairman of the Board (current)	
	Reason for nomination as a Director candidate: Mitsumasa Matsunaga has been involved in the management of Sanshin Electronics since 1980, when he was appointed as the Director. Mr. Matsunaga, who has deep knowledge of corporate management as well as strong leadership, can be expected to strengthen both the decision-making and supervisory functions of the Board of Directors. Therefore, he is judged as an appropriate candidate to serve as a Director of the Company and is being asked to continue to serve in that capacity.	

Candidate No. 2	<b>Toshiro Suzuki</b> (born December 6, 1957)	Shares owned: 3,358 shares
		Rate of attendance at the Board of Directors meetings during the current term: 13 times / 13 meetings (100%)
<b>Reappointment</b>	[ <b>Brief personal history, and title and role in the Company</b> ] Mar. 1982:      Joined Sanshin Electronics Co., Ltd. Apr. 2003:      General Manager of General Affairs Department Jun. 2005:      General Manager of Corporate Strategy Department Jun. 2008:      Director Jun. 2014:      Representative Director, President Aug. 2014:      Representative Director, President/COO Jun. 2016:      Representative Director, COO Jun. 2024:      Representative Director, CEO (current)	
	[ <b>Duty</b> ] In charge of Auditing Office	
	Reason for nomination as a Director candidate: Backed by an enormous reserve of knowledge regarding corporate management and management strategy, Toshiro Suzuki has led the Group as President since 2014. Drawing on this wealth of experience, Mr. Suzuki can be expected to take a leading role in implementing the policies to strengthen business capability of the Group. Furthermore, he can be expected to strengthen both the decision-making and supervisory functions of the Board of Directors. Therefore, he is judged as an appropriate candidate to serve as a Director of the Company and is being asked to continue to serve in that capacity.	

Candidate No. 3	<b>Koji Sakamoto</b> (born February 3, 1960)	Shares owned: 2,637 shares
		Rate of attendance at the Board of Directors meetings during the current term: 13 times / 13 meetings (100%)
<b>Reappointment</b>	[Brief personal history, and title and role in the Company] Mar. 1984:      Joined Sanshin Electronics Co., Ltd. Apr. 2003:      General Manager of Personnel Department Oct. 2013:      Deputy Senior General Manager of Administration Division Jun. 2014:      Operating Officer, Senior General Manager of Administration Division Jun. 2015:      Director Jun. 2016:      Director, Operating Officer Jun. 2021:      Director, Senior Operating Officer (current)  [Duty] Senior General Manager of Administration Division	
	Reason for nomination as a Director candidate: Koji Sakamoto holds knowledge and experience in personnel strategy, corporate governance and internal controls. Drawing on this wealth of experience, Mr. Sakamoto can be expected to take a leading role in construction of a flexible organizational structure and strengthening of Company's human resources. Furthermore, he can be expected to strengthen both the decision-making and supervisory functions of the Board of Directors. Therefore, he is judged as an appropriate candidate to serve as a Director of the Company and is being asked to continue to serve in that capacity.	

Candidate No. 4	<b>Jun-ichi Murakami</b> (born August 3, 1965)	Shares owned: 0 shares
		Rate of attendance at the Board of Directors meetings during the current term: 13 times / 13 meetings (100%)
<b>Reappointment</b>	[Brief personal history, and title and role in the Company] Apr. 1989:      Joined Sumitomo Bank (currently Sumitomo Mitsui Banking Corporation) Apr. 2014:      General Manager of Machida Corporate Business Office Apr. 2016:      General Manager of Kobe Corporate Business Office-1 Apr. 2018:      General Manager of Tokyo Corporate Banking Dept. 12 May 2021:      Seconded to the Company, Deputy Senior General Manager of Finance & Accounting Division Jun. 2022:      Director, Operating Officer Apr. 2025:      Director, Vice Senior Operating Officer (current)  [Duty] Senior General Manager of Finance & Accounting Division	
	Reason for nomination as a Director candidate: In addition to experience obtained during his previous position at Sumitomo Mitsui Banking Corporation, Jun-ichi Murakami has been deeply involved in finance; for example, he held the position of Deputy Senior General Manager of the Finance & Accounting Division while seconded to the Company, and the position of Senior General Manager of the Finance & Accounting Division after being appointed as a Director at the Company. Drawing on this wealth of experience, Mr. Murakami can be expected to fulfill a central role in enhancing financial strategy and IR activities, and to strengthen both the decision-making and supervisory functions of the Board of Directors. Therefore, he is judged as an appropriate candidate to serve as a Director of the Company and is being asked to continue to serve in that capacity.	

Candidate No. 5	<b>Hitoshi Iwakami</b> (born February 17, 1963)	Shares owned: 379 shares
		Rate of attendance at the Board of Directors meetings during the current term: 13 times / 13 meetings (100%)
<b>Reappointment</b>	[Brief personal history, and title and role in the Company] Feb. 1988:      Joined Sanshin Electronics Co., Ltd. Oct. 2010:      Senior Manager (seconded) of SANSHIN ELECTRONICS (HONG KONG) CO., LTD. Oct. 2013:      President (seconded) of SANSHIN ELECTRONICS (SHANGHAI) CO., LTD. Oct. 2020:      Operating Officer, Director of Overseas Sales Unit Jun. 2022:      Operating Officer, Director of Electronic Components Sales Promotion Unit, Director of Overseas Sales Unit Jun. 2023:      Director, Operating Officer Apr. 2025:      Director, Vice Senior Operating Officer (current) [Duty] Director of 3rd Sales Promotion Unit and Director of Overseas Sales Unit	
	Reason for nomination as a Director candidate: Hitoshi Iwakami has worked in the electronics components business for many years and has extensive experience working at overseas subsidiaries. He possesses experience in supervising the overseas business and electronic components business. Drawing on this wealth of experience, Mr. Iwakami can be expected to take a leading role in strengthening the device business. Furthermore, he can be expected to strengthen both the decision-making and supervisory functions of the Board of Directors. Therefore, he is judged as an appropriate candidate to serve as a Director of the Company and is being asked to continue to serve in that capacity.	

Candidate No. 6	<b>Hiroshi Fukui</b> (born November 30, 1971)	Shares owned: 0 shares
		Rate of attendance at the Board of Directors meetings during the current term: — times / — meetings (—%)
<b>New Appointment</b>	[Brief personal history, and title and role in the Company] Mar. 1994:      Joined Sanshin Electronics Co., Ltd. Apr. 2020:      General Manager of 1st Network Systems Sales Department in Solution Marketing & Sales Division Apr. 2024:      Deputy Senior General Manager of Solution Marketing & Sales Division Oct. 2024:      Operating Officer, Deputy Senior General Manager of Solution Marketing & Sales Division (current) [Duty] Deputy Senior General Manager of Solution Marketing & Sales Division	
	Reason for nomination as a Director candidate: Since joining the Company, Hiroshi Fukui has worked in business related to network systems within the solution business. Mr. Fukui has gained extensive experience across the entire process, from the upstream phase of requirements definition to design, construction, and maintenance. Drawing on this wealth of experience, Mr. Fukui can be expected to take a leading role in strengthening the solution business. Furthermore, he can be expected to strengthen both the decision-making and supervisory functions of the Board of Directors. Therefore, he is judged as an appropriate candidate to serve as a Director of the Company and is being asked to serve in that capacity.	



Candidate No. 7	<b>Minoru Nishino</b> (born August 16, 1950)	Shares owned: 0 shares
		Rate of attendance at the Board of Directors meetings during the current term: 13 times / 13 meetings (100%)
Reappointment External Independent	[Brief personal history, and title and role in the Company]	
	Apr. 1974: Joined The Daiwa Bank, Limited. (currently Resona Bank, Limited) Jun. 2003: Executive Officer of Resona Holdings, Inc Jun. 2004: Director of Haseko Corporation Apr. 2005: Director, Senior Operating Officer Jun. 2007: Representative Director, Senior Operating Officer Apr. 2010: Representative Director & Executive Operating Officer Jun. 2016: Director (External) of the Company (current)	
	Reason for nomination as a Director (External) candidate and expected role: Minoru Nishino can be expected to provide extensive suggestions concerning all aspects of the Company's corporate management, based on his abounding experience in corporate management as a director for listed companies. Furthermore, Mr. Nishino can be expected to provide effective suggestions, mainly in finance, such as effective fund operation reflecting the Company's management strategy, based on his abounding work experience in a bank, in addition to his central role in the corporate planning of a construction company. Therefore, Mr. Nishino is judged as an appropriate candidate to serve as a Director (External) of the Company and is being asked to continue to serve in that capacity.	

Candidate No. 8	<b>Akihiro Fujioka</b> (born January 20, 1957)	Shares owned: 0 shares
		Rate of attendance at the Board of Directors meetings during the current term: 13 times / 13 meetings (100%)
Reappointment External Independent	[Brief personal history, and title and role in the Company]	
	Apr. 1979: Joined Mitsui Mutual Life Insurance Company (currently Taiju Life Insurance Company Limited) Apr. 2003: President of Sansei Capital Investment Co., Ltd. Apr. 2008: Operating Officer of Mitsui Life Insurance Company Limited (currently Taiju Life Insurance Company Limited) Jun. 2013: Director, Senior Operating Officer Jun. 2014: Director & Vice President of Sumitomo Mitsui Asset Management Company, Limited (currently Sumitomo Mitsui DS Asset Management Company, Limited) Jun. 2020: Director (External) of the Company (current)	
	Reason for nomination as a Director (External) candidate and expected role: Akihiro Fujioka has abundant experience participating as a director in the management of a member company of a major financial group. Accordingly, he can be expected to provide valuable advice to the Company on a wide variety of management topics. Moreover, he brings to the table a wealth of experience in the financial field, and can particularly be expected to advise the Company on asset utilization and investment risk management. Therefore, Mr. Fujioka is judged as an appropriate candidate to serve as a Director (External) of the Company and is being asked to continue to serve in that capacity.	

Notes: 1. None of the above candidates have special vested interests with the Company.

2. Minoru Nishino and Akihiro Fujioka are candidates for Director (External).
3. Minoru Nishino and Akihiro Fujioka are currently Directors (External) of the Company. The term of office for Minoru Nishino shall be nine (9) years at the closing of this General Meeting of Shareholders. The term of office for Akihiro Fujioka shall be five (5) years at the closing of this General Meeting of Shareholders.
4. The Company designated Minoru Nishino and Akihiro Fujioka as Independent Directors as per the provisions of the Tokyo Stock Exchange, and gave notice to this effect to the Tokyo Stock Exchange. If the reappointment of them is approved as proposed at this General Meeting of Shareholders, the Company will designate them as Independent Directors again, and will give notice to this effect to the Tokyo Stock Exchange.
5. Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company entered into an agreement with Minoru Nishino and Akihiro Fujioka that limits their liability for damages prescribed in Article 423, Paragraph 1 of the same Act. In each case the limit on their liability for damages under the agreement coincides with the legally stipulated amounts. If the reappointment of them is approved as proposed at this General Meeting of Shareholders, the Company will continue the said agreement with them.
6. Pursuant to Article 430, Paragraph 3, Item 1 of the Companies Act, the Company has entered into a liability insurance contract for officers, etc., with insurance companies. An overview of the insurance contract is listed on the Business Report on the 74th Term delivered with this Notice, “IV. Corporate Officers (3) Overview of Liability Insurance Contract for Officers, etc.” Each candidate will become insured under the insurance contract upon being nominated and appointed as a Director. Furthermore, we plan to renew the insurance contract with the same contents at the next renewal period.

**Item 3: Appointment of One (1) Substitute Director Who is an Audit & Supervisory Committee Member**

At the commencement of this General Meeting of Shareholders, the appointment of Mr. Hidekazu Kayawari, who was elected as a Substitute Director serving as an Audit & Supervisory Committee member at the 73rd Annual General Meeting of Shareholders held on June 21, 2024, will lapse. Therefore, to prepare for the possibility that the number of Directors who are Audit & Supervisory Committee members may fall below the statutory requirement, the shareholders were asked to elect one Substitute Director serving as an Audit & Supervisory Committee member.

This agenda item was approved by the Audit & Supervisory Committee.

The candidate for Director who is also a Substitute Audit & Supervisory Committee Member is as follows:

Name	Gender	Current title, etc.	Attribute
Hidekazu Kayawari	Male	Substitute Director Who is an Audit & Supervisory Committee Member	<div>Reappointment</div> <div>ExternalIndependent</div>
<div>Reappointment</div> Candidate for reappointment as Substitute Director		<div>External</div> Candidate for Substitute Director (External)	<div>Independent</div> Independent Director/Auditor stipulated by the Tokyo Stock Exchange

	<p style="text-align: center;"><b>Hidekazu Kayawari</b></p> <p style="text-align: center;">(born December 3, 1969)</p>	Shares owned: 0 shares
<div>Reappointment</div> <div>External</div> <div>Independent</div>	<p>[Brief personal history and title]</p> <p>Apr. 2000: Registered as an attorney-at-law with the Tokyo Bar Association.</p> <p>Apr. 2000: Joined SAH &amp; Co.</p> <p>Aug. 2011: Established Hidekazu General Law Office.</p> <p>June 2019: Director (External) of NFK Holdings Co., Ltd.</p> <p>[Important concurrent role]</p> <p>Lawyer of Shuwa General Law Office</p> <p>Reason for nomination as a Substitute Director (External) Who is an Audit &amp; Supervisory Committee member candidate and expected role:</p> <p>In addition to high-level specialized expertise and extensive knowledge/experience as a lawyer, Hidekazu Kayawari has the knowledge and experience that has been accumulated through his duties as the Director (External) at a publicly listed company. The Company expects he would strengthen the Company's supervisory functions with respect to execution of duties. Therefore, Mr. Kayawari is judged as an appropriate candidate to serve as a Substitute Director Who is an Audit &amp; Supervisory Committee member of the Company and is being asked to continue to serve in that capacity.</p>	

- Notes: 1. The candidate has no prior experience in directly participating in company management other than serving as an external officer. However, as stated in the reason for nomination, the candidate is judged as being able to appropriately perform the duties as a Director (External) who is an Audit & Supervisory Committee member.
2. The candidate has no special vested interests with the Company.
3. The candidate is a candidate for the Director (External) who is a substitute External Audit & Supervisory Committee member. If the candidate assumes the office of the Director (External) who is a substitute Audit & Supervisory Committee member, the Company will designate the candidate as an Independent Director/Auditor as per the provisions of the Tokyo Stock Exchange, and will give notice to this effect to the Tokyo Stock Exchange.
4. If the candidate assumes the office of the Director (External) who is also a substitute External Audit & Supervisory Committee member, pursuant to Article 427, Paragraph 1 of the Companies Act, the Company will enter into an agreement with the candidate that limits his liability for damages prescribed in Article 423, Paragraph 1 of the same Act as the legally stipulated amount of limited liability.
5. Pursuant to Article 430, Paragraph 3, Item 1 of the Companies Act, the Company has entered into a liability insurance contract for officers, etc., with insurance companies. An overview of the insurance contract is listed on the Business Report on the 74th Term delivered with this Notice, "IV. Corporate Officers (3) Overview of Liability Insurance Contract for Officers, etc." The candidate will become insured under the insurance contract upon being appointed as a Director (External) who is Audit & Supervisory Committee member. Furthermore, we plan to renew the insurance contract with the same contents at the next renewal period.

## [Reference Material]

### Concept Regarding the Skills of Directors

#### [Basic concept]

Management at the Company is responsible for building and operating a highly transparent and effective corporate governance system in order to achieve sustainable growth of the Sanshin Electronics Group, and to demonstrate and increase corporate value over the medium to long term for all stakeholders. In order for the Board of Directors and to properly fulfill this responsibility, they must have the ability to make accurate decisions on important matters related to business execution and to supervise business execution; that is, they must possess the latest knowledge on the business content and business environment of the Group. In addition, they must possess a variety of specialized knowledge that serves as the basis of logical decision-making. In this regard, we will select the skills necessary to fully perform the functions of the Board of Directors, and will appoint Directors (including Directors who are Audit & Supervisory Committee members) in a manner which ensures the skill balance of the entire management team.

#### [Required skills for overall Board of Directors]

In order to make decision on important matters related to business execution and to supervise the performance of duties by Directors, the Board of Directors must possess fundamental skills in corporate management and management strategy, governance and internal controls, legal affairs and risk management, finance and accounting, and organizational and human resources management. Additionally, there is also the need for individual skills such as knowledge regarding industry trends and strategic business domains including fields such as electronics, computers, and information and communication, which are the main business domains of the Group, and actual global experience in areas such as regional risk and cultural aspects including business practices. Furthermore, in order to ensure sustainable business growth (sustainability), there is a need for knowledge regarding society and the environment; for example, establishing systems for ensuring diversity and addressing climate change issues. Accordingly, the Company lists such knowledge as a required skill.

Also, particularly with respect to Directors who are also Audit and Supervisory Committee members, governance and internal controls, legal affairs and risk management, and finance and accounting are positioned as important skills.

	Skill fields possessed by Directors and Audit & Supervisory Committee members of the Company, and especially expected by the Company							
	Corporate management and management strategy	Governance and internal controls	Legal affairs and risk management	Finance and accounting	Organizational and human resources management	Society and environment	Knowledge of industry trends and strategic business domains	Global experience
[Directors (Except Directors who are Audit & Supervisory Committee members)]								
Mitsumasa Matsunaga	✓	✓			✓	✓	✓	
Toshiro Suzuki	✓	✓	✓		✓	✓	✓	
Koji Sakamoto	✓	✓	✓		✓	✓		
Jun-ichi Murakami	✓	✓		✓	✓			
Hitoshi Iwakami	✓	✓			✓		✓	✓
Hiroshi Fukui					✓		✓	
Minoru Nishino	✓	✓		✓				
Akihito Fujioka	✓	✓		✓				
[Directors who are Audit & Supervisory Committee members]								
Akio Misono		✓	✓	✓	✓		✓	
Shin-ichi Miura		✓	✓		✓		✓	✓
Shohei Yamamoto		✓	✓					
Kuniharu Kezuka		✓	✓	✓				✓
Minako Adachi	✓	✓	✓			✓	✓	✓

The above table is a list of Directors and Audit & Supervisory Committee members (planned) and their skills after the closing of this Ordinary General Meeting of Shareholders. Overall, we believe that the listed members possess the necessary skills.

## [Reference Material]

### Independence Standards Required by the Company for the Positions of Directors (External)

The Company judges that the positions of Directors (External) shall have independence, in order to guarantee the objectivity and transparency necessary for proper governance. If the requirements below are not met, the Directors (External) shall not be appointed.

1. Officers<sup>\*1</sup> or employees of the Company and its subsidiaries (hereinafter referred to as “The Group”) shall not be appointed. The same applies after retirement.
2. Individuals to which one of the following a) to g) apply in the last five years shall not be appointed.
  - a) Executives<sup>\*2</sup> working for companies, etc., which are or will be major clients<sup>\*3</sup> of the Group
  - b) Executives working for the principal lenders<sup>\*4</sup> of the Group
  - c) Individuals who are the major shareholders<sup>\*5</sup> of the Company (in the event of corporations or organizations such as unions, their members)
  - d) Executives working for companies, etc., which are the Group’s major shareholders<sup>\*5</sup>
  - e) Specialists such as Consultants, Public Accountants, Tax Accountants, Lawyers, Judicial Scriveners, Patent Attorneys, who acquired large amounts<sup>\*6</sup> of money and other assets from the Group (in the event of corporations or organizations such as unions, their members)
  - f) Individuals benefiting from donations in the form of large amounts<sup>\*6</sup> of money and other assets from the Group (in the event of corporations or organizations such as unions, their members)
  - g) Officers and employees of companies, etc., which have a relationship of mutual assumption of office with individuals such as officers of the Group
3. The aforementioned items 1 and 2 shall not apply to the spouse and near relatives within the second degree of kinship of the individuals concerned (other than persons of low importance).
4. The individuals shall not be recognized as having special motivations to lead to a conflict of interests with the Group.

\*1: “Officer” refers to directors, executive officers, Audit & Supervisory Board members, and other corporate directors (excluding External Officers).

\*2: “Executives” refers to any person who falls under Article 2, Paragraph 3, Item 6 of the Enforcement of the Companies Act.

\*3: “Major clients” refers to companies, etc., which paid or received an amount of money in any fiscal year of the last five years, as a compensation for business and trade with the Group, this amount being more than 2% of the consolidated net sales of the client or more than 2% of the consolidated net sales of the Group.

\*4: “Principal lenders” refers to financial institutions which lent money to the Group, for which outstanding borrowings of the end of the fiscal year of any of the last five years exceeded 2% of the consolidated total assets of the Group at the end of such fiscal year.

\*5: “Major shareholders” refers to stockholders who own directly or indirectly more than 10% of the total votes.

\*6: “Large amounts” refers to amounts exceeding ¥10 million or 2% of the higher amount between net sales or the total income of this person, except executive compensation, in the event of a payment such as a remuneration for professional services, or a compensation for business and trade, in any fiscal year of the last five years. In the event of a donation, it refers to an amount exceeding ¥10 million or 2% of the higher amount between net sales or the total income of this person.