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Securities Code: 8101

June 5, 2026

To our shareholders:

Tadaaki Yoshinaga
Representative Director, President and CEO
GSI Creos Corporation
3-8-2, Shiba, Minato-ku, Tokyo

Notice of the 96th Ordinary General Meeting of Shareholders

We are pleased to announce the 96th Ordinary General Meeting of Shareholders of GSI Creos Corporation (the “Company”), which will be held as indicated below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing in electronic format information that constitutes the content of Reference Documents for the General Meeting of Shareholders, etc. (Matters Subject to Measures for Electronic Provision). Please access the following websites to view the information.

The Company’s website:

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

Please access the above URL to view “Notice of the Ordinary General Meeting of Shareholders.”

In addition to posting Matters Subject to Measures for Electronic Provision on the Company’s website, the Company also posts this information on the website of Tokyo Stock Exchange, Inc. (TSE) and *Net de Shoshu* (online convocation).

TSE website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “GSI Creos Corporation” in “Issue name (company name)” or the Company’s securities code “8101” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting].”)

Net de Shoshu (online convocation) website:

<https://s.srdb.jp/8101/>

You can view the contents of this notice on a computer, smartphone, or tablet.

1. Date and Time: Wednesday, June 24, 2026, at 1:00 p.m. (JST) Reception opens at 12:20 p.m.

2. Venue: Bellesalle Shibakoen, 6th floor, Sumitomo Shibakoen Building
2-7-17 Shiba, Minato-ku, Tokyo
(The venue is different from that of last year’s meeting.)

3. Purpose of the Meeting

Matters to be reported:

1. The Business Report and the Consolidated Financial Statements for the 96th fiscal year (from April 1, 2025 to March 31, 2026), and the result of audits of the Consolidated Financial Statements by the Accounting Auditors and the Audit and Supervisory Committee
2. The Non-consolidated Financial Statements for the 96th fiscal year (from April 1, 2025 to March 31, 2026)

Matters to be resolved:

- | | |
|-----------------------|--|
| Proposal No. 1 | Appropriation of Surplus |
| Proposal No. 2 | Partial Amendments to the Articles of Incorporation |
| Proposal No. 3 | Election of Five Directors (excluding Directors who are Audit and Supervisory Committee Members) |
| Proposal No. 4 | Election of Two Directors who are Audit and Supervisory Committee Members |

4. Matters Prescribed for Convocation

If no indication of approval or disapproval of a proposal is expressed on the voting form, it shall be considered as an indication of approval.

If you will not be attending the meeting in person, you can exercise your voting rights in writing or by visiting the designated website (<https://evote.tr.mufg.jp/>) (in Japanese). Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights in accordance with the “Guidance on Exercising Voting Rights” (in Japanese only) by 5:30 p.m. on Tuesday, June 23, 2026 (JST).

Notice of Business Briefing for Shareholders

A business briefing for shareholders is scheduled to be held following the conclusion of the General Meeting of Shareholders. At the briefing, we will provide shareholders attending the meeting with an update on the progress of the Company’s Mid-term Management Plan and other matters, and welcome any questions or comments they may have. All shareholders in attendance are cordially invited to join us.

- If revisions to the matters subject to measures for electronic provision arise, the details of the revisions will be posted on each website where those matters are posted.
- We have delivered paper documents for the Matters Subject to Measures for Electronic Provision to shareholders who requested them, but have omitted the following matters, in accordance with the applicable law and Company bylaws.
 - 1) Company Structure and Policies of the Business Report
 - 2) Consolidated Financial Statement of Changes in Equity
 - 3) Notes to Consolidated Financial Statements
 - 4) Non-consolidated Financial Statement of Changes in Equity
 - 5) Notes to Non-consolidated Financial StatementsPlease note that the Accounting Auditors and Audit and Supervisory Committee reviewed these matters in preparing their respective Audit Reports.
- If there are major changes in the way the General Meeting of Shareholders will be run, shareholders will be informed via the corporate website below.
<https://www.gsi.co.jp/ja/ir/stock/meeting.html> (in Japanese)

Reference Documents for the General Meeting of Shareholders

Proposals and Reference Information

Proposal No. 1 Appropriation of Surplus

The Company regards the return of profits to shareholders as one of its important management policies, and our basic policy is to provide stable and continuous profit returns to you, taking into comprehensive consideration factors such as the consolidated business results and the Company's financial situation. Specifically, the Company is committed to maintaining a dividend payout ratio of 50.0% or more and implementing a progressive dividend policy with a minimum payout of ¥100 per share.

Based on these policies, the Company proposes a dividend per share of ¥104 for the fiscal year under review, which is ¥7 higher than for the previous fiscal year, taking into comprehensive consideration factors such as trends in consolidated business results and the Company's financial situation. As a result, the dividend payout ratio will be 50.2%.

- 1 Type of dividend property
Cash
- 2 Allotment of dividend property to shareholders and its aggregate amount
¥104 per common share of the Company
Total payment: ¥1,272,974,872
- 3 Effective date of dividends of surplus
June 25, 2026

Proposal No. 2 Partial Amendments to the Articles of Incorporation

The Company proposes the amendments to the current Articles of Incorporation as follows:

1. Reasons for the amendments

The Company has long regarded strengthening corporate governance system as a key management priority and has been working to enhance it. Specifically, through measures such as introducing an executive officer system and transitioning to a company with an Audit & Supervisory Committee, we have further strengthened the Board of Directors' supervisory functions and aimed at improving the soundness and transparency of our management.

To respond appropriately to a rapidly changing business environment and ensure the smooth operation of our business, the Company has decided to clarify our business execution structure. This is intended to accelerate management decision-making and clarify responsibilities, thereby supporting the GSI Creos Group's sustainable growth and enhancement of corporate value.

This proposal seeks, accordingly, to partially amend the current Articles of Incorporation to clarify the new structure by revising provisions concerning the convening authority for general meetings of shareholders, executive officers, and the execution of company business.

2. Details of the amendments

The details of the amendments are as follows. Unamended provisions of the current Articles of Incorporation have been omitted.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed amendments
<p>Article 1 ~ Article 12 (Omitted)</p> <p>Chapter 3: General Meeting of Shareholders</p> <p>Article 13 (Convener and Chairperson)</p> <p><u>Unless otherwise provided by law, the Director, President and CEO shall pursuant to a resolution of the Board of Directors, convene general meetings of shareholders and serve as chairperson thereof. If the Director, President and CEO is unable to perform his or her duties, another director shall act in his or her place in an order predetermined by a resolution of the Board of Directors.</u></p> <p>Article 14 ~ Article 21 (Omitted)</p> <p>Article 22 (Executive Officer)</p> <p>The Board of Directors shall appoint executive officers by resolution.</p> <p>2. The Board of Directors shall, by resolution, <u>designate one</u> Chairperson Executive Officer <u>and one</u> President and CEO, and <u>may designate</u> other executive officers with specific titles.</p> <p>3. Matters concerning executive officers, other than those provided in these Articles of Incorporation, shall be governed by the Executive Officer Regulations established by the Board of Directors.</p> <p>Article 23 (Execution of company business)</p> <p><u>The President and CEO shall, pursuant to a resolution of the Board of Directors, execute the company's business and shall have overall supervision of such business.</u></p> <p>2. <u>Other</u> executive officers with specific titles shall assist <u>the President and CEO</u> and, if <u>the President and CEO</u> is unable to perform his or her duties, shall perform those duties in an order predetermined by a resolution of the Board of Directors.</p> <p>Article 24 ~ Article 41 (Omitted)</p>	<p>Article 1 ~ Article 12 (Unchanged)</p> <p>Chapter 3: General Meeting of Shareholders</p> <p>Article 13 (Convener and Chairperson)</p> <p><u>Except as otherwise provided by law, general meetings of shareholders shall be convened by the Representative Director designated in advance by resolution of the Board of Directors, and that Representative Director shall preside as chair. If such Representative Director is unable to perform his or her duties, another director shall act in his or her place in an order predetermined upon a resolution of the Board of Directors.</u></p> <p>Article 14 ~ Article 21 (Unchanged)</p> <p>Article 22 (Executive Officer)</p> <p>The Board of Directors shall appoint executive officers by resolution.</p> <p>2. The Board of Directors shall, by resolution, designate Chairperson Executive Officer, President and CEO, and other executive officers with specific titles <u>from among the executive officers.</u></p> <p>3. Matters concerning executive officers, other than those provided in these Articles of Incorporation, shall be governed by the Executive Officer Regulations established by the Board of Directors.</p> <p>Article 23 (Execution of company business)</p> <p><u>The Representative Director shall, pursuant to a resolution of the Board of Directors, execute the company's business and shall have overall supervision of such business.</u></p> <p>2. <u>An</u> executive officer with a specific title <u>who is also an executive director shall assist the Representative Director</u> and, if <u>the Representative Director</u> is unable to perform his or her duties, shall perform those duties in an order predetermined by a resolution of the Board of Directors.</p> <p>Article 24 ~ Article 41 (Unchanged)</p>

Proposal No. 3 Election of Five Directors (excluding Directors who are Audit and Supervisory Committee Members)

The terms of office of all six Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this general meeting.

Therefore, the Company proposes the election of five Directors (excluding Directors who are Audit and Supervisory Committee Members).

The Audit and Supervisory Committee expressed its opinion that there are no particular matters to be raised in connection with this proposal.

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

Candidate No.	Name	Current positions and responsibilities in the Company, and significant concurrent positions outside the Company	
1	Tadaaki Yoshinaga	Representative Director, President and CEO, Executive General Manager for Europe and the Americas, Executive General Manager for China, and in charge of Nanotechnologies Business CEO of GSI Holding Corporation, CEO of GSI Exim America, Inc., and Representative Director of GSI Creos Korea Co., Ltd.	Reelection
2	Kunihiro Ono	Representative Director, Executive Vice President and COO	Reelection
3	Hiroki Nishimura	Director, Senior Managing Executive Officer, Executive General Manager, Industrial Products Division	Reelection
4	Tetsuya Mukai	Senior Executive Officer and Executive General Manager, Textile Materials Division Chairman of GSI Trading Hong Kong Limited	New election
5	Yoshihiro Yamaguchi	Representative Director of Kyushu Semiconductor and Digital Innovation Association, Representative Director of Kumamoto Semiconductor Green Innovation Association, and Advisor of Sony Semiconductor Solutions Corporation	New election Outside Independent

Reelection: candidate for Director to be reelected

New election: candidate for Director to be newly elected

Outside: candidate for outside Director

Independent: candidate for independent officer

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of the Company's shares owned
1	<p>Tadaaki Yoshinaga (October 9, 1955)</p> <p>Reelection</p> <p>Attendance at Board of Directors meetings 21/21</p> <p>Number of years in office as a Director 19 years</p>	<p>Apr. 1979 Joined the Company</p> <p>July 2002 President of GSI Holding Corporation and President of GSI Exim America, Inc.</p> <p>June 2007 Director, and Assistant to Executive General Manager, Industrial Products Division of the Company</p> <p>June 2009 Executive General Manager, Industrial Products Division and Executive General Manager for the Americas</p> <p>Apr. 2010 Chairman of GSI Holding Corporation and Chairman of GSI Exim America, Inc.</p> <p>Apr. 2012 Executive General Manager for the Europe and Americas and in charge of Nanotechnologies Business of the Company (current position)</p> <p>June 2012 Managing Director</p> <p>Apr. 2013 President of GSI Holding Corporation and President of GSI Exim America, Inc.</p> <p>Apr. 2015 Executive General Manager, Industrial Products Division and General Manager, Planning and Development Office for Industrial Products of the Company</p> <p>June 2016 Managing Director and Managing Executive Officer</p> <p>Dec. 2017 President and Representative Director, President and CEO</p> <p>June 2020 Representative Director, President and CEO</p> <p>Mar. 2022 Representative Director of GSI Creos Korea Co., Ltd. (current position)</p> <p>Apr. 2023 Executive General Manager for China (current position)</p> <p>Apr. 2025 CEO of GSI Holding Corporation and CEO of GSI Exim America, Inc. (current position)</p> <p>Apr. 2026 Representative Director, President and CEO (current position)</p> <p>Significant concurrent positions outside the Company CEO of GSI Holding Corporation CEO of GSI Exim America, Inc. Representative Director of GSI Creos Korea Co., Ltd.</p>	65,988 shares
<p>Reasons for nomination as candidate for Director</p> <p>After working in corporate planning and finance operations at the Company, Mr. Yoshinaga gained experience in sales operations in the Industrial Products Division and in managing overseas subsidiaries. He has been involved in management since being appointed as a Director in 2007 and as Executive General Manager of the Industrial Products Division in 2015. He assumed the position of President and CEO in December 2017. He has been striving as the top executive to further enhance corporate value and realize the vision of transforming the Company into an “unparalleled business-creating trading company committed to ongoing creation and renewal” by implementing both “evolution (innovation)” and “growth (expansion)” and continuing to take on challenges without being constrained by existing frameworks. The Company continues to nominate him as a candidate for Director who is not an Audit and Supervisory Committee Member because of his extensive international business experience in the Company group and his high level of knowledge in management and administration.</p>			

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities		Number of the Company's shares owned
2	<p>Kunihiro Ono (April 1, 1968)</p> <p>Reelection</p> <p>Attendance at Board of Directors meetings 21/21</p> <p>Number of years in office as a Director 3 years</p>	<p>Apr. 1992</p> <p>Apr. 2019</p> <p>Apr. 2020</p> <p>Apr. 2023</p> <p>June 2023</p> <p>Apr. 2024</p> <p>Apr. 2026</p> <p>Significant concurrent positions outside the Company None</p>	<p>Joined the Company</p> <p>General Manager, Corporate Planning Dept. of the Company Project Leader of IT Promotion</p> <p>Executive Officer, Deputy Executive General Manager, Corporate Division, and in charge of Investor Relations</p> <p>Supervisory Manager of Corporate Planning Dept. and Financial & General Accounting Dept.</p> <p>Director and Executive Officer</p> <p>Director, Managing Executive Officer, and Executive General Manager, Corporate Division</p> <p>Representative Director, Executive Vice President and COO (current position)</p>	5,644 shares
<p>Reasons for nomination as candidate for Director</p> <p>After being engaged in administrative operations of the Company in finance and corporate planning, as well as business planning and promotion in the Industrial Products Division, Mr. Ono was appointed as General Manager of Corporate Planning Dept. He was appointed as a Director in 2023 and as Executive General Manager of the Corporate Division in April 2024, and has worked to establish management strategies for increasing the Company's corporate value and enhance corporate governance. Since April 2026, he has been involved in the Company group's management as COO. The Company continues to nominate him as a candidate for Director who is not an Audit and Supervisory Committee Member because of his extensive operational experience and track record in administrative divisions of the Company including those overseas.</p>				
3	<p>Hiroki Nishimura (February 5, 1961)</p> <p>Reelection</p> <p>Attendance at Board of Directors meetings 21/21</p> <p>Number of years in office as a Director 8 years</p>	<p>Nov. 2001</p> <p>Apr. 2009</p> <p>Apr. 2013</p> <p>Apr. 2015</p> <p>June 2016</p> <p>Apr. 2018</p> <p>June 2018</p> <p>Apr. 2021</p> <p>Apr. 2024</p> <p>Significant concurrent positions outside the Company None</p>	<p>Joined the Company</p> <p>General Manager, Plastic Sales Dept. of the Company</p> <p>General Manager, Planning and Development Office for Industrial Products</p> <p>General Manager, Plastic Sales Dept.</p> <p>Executive Officer</p> <p>Executive General Manager, Industrial Products Division (current position)</p> <p>Director and Executive Officer</p> <p>Director, Managing Executive Officer, and General Manager, Planning and Development Office for Industrial Products</p> <p>Director and Senior Managing Executive Officer (current position)</p>	21,499 shares
<p>Reasons for nomination as candidate for Director</p> <p>Mr. Nishimura has been engaged in sales of mainly films and resin raw materials in the Industrial Products Division, and he served as General Manager of the Plastics Sales Dept., the predecessor of the current Functional Plastics Dept. He was appointed as Executive General Manager of the Industrial Products Division in 2018 and as a Director in June of the same year, and he has since been involved in the management of the Company group. The Company continues to nominate him as a candidate for Director who is not an Audit and Supervisory Committee Member because of his extensive operational experience and track record in Industrial Products Business, which is a growth driver for the Company, as well as his familiarity with trends in related industries.</p>				

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of the Company's shares owned
4	<p>Tetsuya Mukai (July 30, 1972)</p> <p>New election</p>	<p>Apr. 1996 Joined the Company</p> <p>Apr. 2015 General Manager, Innerwear Dept. of the Company</p> <p>Apr. 2018 General Manager, Body Fashion Dept.</p> <p>Apr. 2022 Executive Officer of the Company and Managing Director of GSI Trading Hong Kong Limited</p> <p>Apr. 2023 Executive General Manager for The Southeast Asia of the Company and Chairman of GSI Trading Hong Kong Limited (current position)</p> <p>Apr. 2024 Deputy Executive General Manager, Textile Materials Division of the Company</p> <p>Apr. 2025 Senior Executive Officer (current position)</p> <p>Apr. 2026 Executive General Manager, Textile Materials Division (current position)</p> <p>Significant concurrent positions outside the Company Chairman of GSI Trading Hong Kong Limited</p>	987 shares
<p>Reasons for nomination as candidate for Director</p> <p>Mr. Mukai has been engaged in sales in the Textile Materials Division, mainly handling textile raw materials and innerwear products, and has served as General Manager of the Body Fashion Dept. He has also been involved in the management of overseas subsidiaries as Managing Director of GSI Trading Hong Kong Ltd. since 2022. The Company nominates him as a candidate for Director who is not an Audit and Supervisory Committee Member because of his extensive operational experience and track record, including those overseas, in the textile materials business which is a core business of the Company.</p>			

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of the Company's shares owned
5	<p data-bbox="331 775 544 835">Yoshihiro Yamaguchi (October 26, 1962)</p> <p data-bbox="371 869 504 958">New election Outside Independent</p>	<p data-bbox="612 264 1238 1469"> Apr. 1986 Joined Fairchild Japan Corporation Dec. 1987 Transferred to Sony Nagasaki Corporation Aug. 2001 Seconded to Sony Computer Entertainment Inc. Fab1 as General Manager, Engineering Planning Division Apr. 2008 Seconded to Nagasaki Semiconductor Manufacturing Corporation as Vice President Jan. 2010 Representative Director and President Apr. 2012 Senior Vice President of Sony Semiconductor Corporation and Nagasaki TEC President Apr. 2016 Senior Vice President of Sony Semiconductor Manufacturing Corporation, responsible for Mobile Imaging Business Apr. 2018 Representative Director and Executive Deputy President July 2020 Concurrently served as Senior Vice President (Production) of Sony Semiconductor Solutions Corporation Oct. 2021 Representative Director and President of Sony Semiconductor Manufacturing Corporation Apr. 2023 Concurrently served as Executive Vice President (Production) of Sony Semiconductor Solutions Corporation June 2023 Representative Director of Kyushu Semiconductor and Digital Innovation Association (current position) Feb. 2025 Representative Director of Kumamoto Semiconductor Green Innovation Association (current position) Apr. 2026 Advisor of Sony Semiconductor Solutions Corporation (current position) Significant concurrent positions outside the Company Representative Director of Kyushu Semiconductor and Digital Innovation Association Representative Director of Kumamoto Semiconductor Green Innovation Association Advisor of Sony Semiconductor Solutions Corporation </p>	0 shares
<p data-bbox="276 1473 1449 1756"> Reasons for nomination as candidate for outside Director and overview of expected roles Mr. Yamaguchi has extensive experience in corporate management as Representative Director and President of Sony Semiconductor Manufacturing Corporation, and has been engaged in the development of the semiconductor industry as Representative Director of Kyushu Semiconductor and Digital Innovation Association and Kumamoto Semiconductor Green Innovation Association. The Company has nominated him as a candidate for outside Director who is not an Audit and Supervisory Committee Member because of his broad insight and practical experience in business fields related to the Company, having led large-scale projects at a major manufacturer based on his deep expertise as an engineer. Provided that he is elected, we expect that he will leverage his knowledge and extensive experience to provide supervision and advice on the Company's business execution from an objective and neutral standpoint. </p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. The Company has concluded a directors' and officers' liability insurance policy with an insurance company, as stipulated in Article 430-3, paragraph (1) of the Companies Act, to cover damages that may arise as a result of insured persons being held liable for the performance of his or her duties or being subject to claims related to such liability. If this proposal is approved and adopted, each candidate will be an insured person under the policy.
In addition, when the policy is next renewed in July 2026, the Company plans to renew the policy with the same terms.
 3. The following are matters regarding a candidate for outside Director:
 - (1) Yoshihiro Yamaguchi is a candidate for outside Director.
 - (2) In the event that Yoshihiro Yamaguchi is elected, the Company will enter into an agreement with him pursuant to Article 427, paragraph (1) of the Companies Act, to limit his liability for damages under Article 423, paragraph (1) of the Companies Act. A summary of the details of this agreement with him is as follows:
 - (i) The maximum amount of liability for damages will be the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
 - (ii) Such limitation of liability shall be permitted only when the Director has performed his or her duties in good faith and without gross negligence.
 - (3) In the event that Yoshihiro Yamaguchi is elected, he is expected to serve as an independent officer as stipulated by the Tokyo Stock Exchange.

Proposal No. 4 Election of Two Directors who are Audit and Supervisory Committee Members

The terms of office of two Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this general meeting. Therefore, the Company proposes the new election of two Directors who are Audit and Supervisory Committee Members.

In addition, the consent of the Audit and Supervisory Committee has been obtained for this proposal.

Candidates for the role of Director who is an Audit and Supervisory Committee Member are as follows:

Candidate No.	Name	Current positions and responsibilities in the Company, and significant concurrent positions outside the Company	
1	Fumihiro Onishi	Audit and Supervisory Committee Member	Reelection
2	Erika Chibazakura	Outside Director, and Outside Director (Audit and Supervisory Committee Member) of JAPAN ELECTRONIC MATERIALS CORPORATION	New election Outside Independent Female

Reelection: candidate for Director to be reelected

New election: candidate for Director to be newly elected

Outside: candidate for outside Director

Independent: candidate for independent officer

Female: female candidate for Director

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of the Company's shares owned
1	<p>Fumihiro Onishi (December 25, 1960)</p> <p>Reelection</p> <p>Attendance at Board of Directors meetings 21/21</p> <p>Number of years in office as a Director 11 years</p>	<p>Apr. 1983 Joined the Company</p> <p>Apr. 2011 General Manager, Corporate Planning Dept. of the Company</p> <p>June 2015 Director</p> <p>Dec. 2015 In charge of Investor Relations</p> <p>June 2016 Director and Executive Officer</p> <p>Apr. 2018 Deputy Executive General Manager, Corporate Division and General Manager, Human Resources & General Affairs Dept.</p> <p>Apr. 2020 Executive General Manager, Corporate Division</p> <p>June 2020 Director and Managing Executive Officer</p> <p>Apr. 2023 Supervisory Manager of Human Resources & General Affairs Dept., Legal Affairs & Credit Control Dept., and Sales Administration Dept.</p> <p>Apr. 2024 Assistant to President</p> <p>June 2024 Audit and Supervisory Committee Member (current position)</p> <p>Significant concurrent positions outside the Company None</p>	24,466 shares
<p>Reasons for nomination as candidate for Director</p> <p>After being engaged in domestic and overseas administrative operations of the Company, mainly in corporate planning and human resources, Mr. Onishi was appointed as General Manager of the Corporate Planning Dept. He has been involved in management as a Director since 2015. In April 2020, he was appointed as Executive General Manager of the Corporate Division and has been working on projects to improve the corporate value, engaging in enhancement of the human resource development system and reform of corporate culture. Since his appointment as a Director who is an Audit and Supervisory Committee Member in June 2024, he has conducted audits and made recommendations regarding the Company's business. The Company continues to nominate him as a candidate for Director who is an Audit and Supervisory Committee Member because of his extensive operational experience and track record in the Company's administrative divisions, including those overseas and his expertise in data collection and analysis acquired in his long years of service.</p>			

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities	Number of the Company's shares owned
2	<p>Erika Chibazakura (July 2, 1961)</p> <p>New election Outside Independent Female</p> <p>Attendance at Board of Directors meetings 21/21</p> <p>Number of years in office as a Director 2 years</p>	<p>June 1998 Joined Fitzpatrick Cella Harper & Scinto (currently merged with Venable LLP)</p> <p>Feb. 2001 Admitted to the NY State Bar to practice law</p> <p>Oct. 2002 Joined Ropes & Gray LLP</p> <p>June 2010 Asia Pacific Intellectual Property Attorney of Dow Corning Toray Co., Ltd. (currently Dow Toray Co., Ltd.)</p> <p>June 2018 In charge of the silicone business intellectual property within the Asia Pacific region and General Manager of Intellectual Property Dept. of Dow Chemical Japan Limited</p> <p>June 2023 Outside Director (Audit and Supervisory Committee Member) of JAPAN ELECTRONIC MATERIALS CORPORATION (current position)</p> <p>June 2024 Outside Director of the Company (current position)</p> <p>Significant concurrent positions outside the Company Outside Director (Audit and Supervisory Committee Member) of JAPAN ELECTRONIC MATERIALS CORPORATION</p>	300 shares
<p>Reasons for nomination as candidate for outside Director and overview of expected roles</p> <p>Ms. Chibazakura has advanced knowledge in legal matters gained from her prior role at law firms overseas and her experience in managing corporate legal affairs focusing on intellectual property at a global chemical company. Since June 2024, Ms. Chibazakura has appropriately provided supervision and advice on the Company's management in her role as an outside Director by leveraging her extensive knowledge and experience. The Company nominates her as a candidate for outside Director who is an Audit and Supervisory Committee Member from the viewpoint that she can provide opinions and make recommendations as an expert in international legal matters to promote the Company group's global business.</p> <p>Provided that she is elected, we expect that she will leverage her expertise and extensive experience to provide supervision, advice, and other guidance on the Company's business execution from an objective and neutral standpoint.</p>			

- Notes:
1. There is no special interest between any of the candidates and the Company.
 2. In the event that Fumihiko Onishi is elected, the Company plans to continue the agreement with him pursuant to Article 427, paragraph (1) of the Companies Act, to limit his liability for damages under Article 423, paragraph (1) of the Companies Act. A summary of the details of this agreement is as follows:
 - (i) The maximum amount of liability for damages will be the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
 - (ii) Such limitation of liability shall be permitted only when the Director has performed his or her duties in good faith and without gross negligence.
 3. The following are matters regarding a candidate for outside Director:
 - (1) Erika Chibazakura is a candidate for outside Director.
 - (2) The Company currently has concluded an agreement with Erika Chibazakura pursuant to Article 427, paragraph (1) of the Companies Act, to limit her liability for damages under Article 423, paragraph (1) of the Companies Act. In the event that she is elected, the Company plans to continue this agreement with her. A summary of the details of this agreement with her is as follows:
 - (i) The maximum amount of liability for damages will be the minimum liability amount provided for under Article 425, paragraph (1) of the Companies Act.
 - (ii) Such limitation of liability shall be permitted only when the Director has performed his or her duties in good faith and without gross negligence.
 - (3) The Company has registered Erika Chibazakura as an independent officer as stipulated by the Tokyo Stock Exchange, and will continue to designate her as an independent officer in the event that she is elected.
 - (4) Erika Chibazakura is currently an outside Director of the Company, and at the conclusion of this general meeting, her tenure as an outside Director will have been two years.
 4. The Company has concluded a directors' and officers' liability insurance policy with an insurance company, as stipulated in Article 430-3, paragraph (1) of the Companies Act, to cover damages that may arise as a result of insured persons being held liable for the performance of his or her duties or being subject to claims related to such liability. If this proposal is approved and adopted, each candidate will be an insured person under the policy. In addition, when the policy is next renewed in July 2026, the Company plans to renew the policy with the same terms.

(Reference) Composition of the Board of Directors after Election and Skills Matrix

The Company selects its Directors who embody the Company’s management philosophy and who can be expected to achieve the Company’s management objectives based on that philosophy. Specifically, the members of the Board of Directors have a wealth of knowledge and experience in the areas indicated in the skills matrix, and particularly as business producers, they can actively create new businesses by connecting tangible and intangible business resources.

Name Current position in the Company	Gender	Corporate management	Finance/ Accounting	Legal/Risk management	Sales/ Marketing	IT/Digital strategy	Diversity promotion/ Human resource development
Tadaaki Yoshinaga Representative Director	Male	●	●	●	●		●
Kunihiro Ono Representative Director	Male	●	●	●		●	●
Hiroki Nishimura Director	Male	●			●		
Tetsuya Mukai Director	Male	●			●		
Yoshihiro Yamaguchi Director (independent, outside)	Male	●			●	●	●
Fumihiro Onishi Audit and Supervisory Committee Member	Male	●	●	●		●	●
Erika Chibazakura Audit and Supervisory Committee Member (independent, outside)	Female			●			●
Keiko Hatta Audit and Supervisory Committee Member (independent, outside)	Female		●				●

The information presented above may not fully represent the breadth of expertise and knowledge held by the members of the Board of Directors.

“Internationality” and “ESG and Sustainability” are not explicitly listed in the skill matrix, as the Company requires all Board members to possess these qualifications and skills.

(Reference) Criteria for Independence of Outside Directors

The Company has established the Criteria for Independence of Outside Directors as follows: An outside Director is deemed independent if he/she does not meet any of the criteria specified below.

1. The Director currently is, or was in the past ten (10) years, a business executor*¹ of the Company or its subsidiaries (hereinafter collectively referred to as “the Group”)
2. The Director is a major shareholder*² of the Group or a business executor within the major shareholding entity
3. The Director is a major business partner*³ of the Group or a business executor within the major business partner entity
4. The Director receives a substantial amount of money or other property benefits*⁴ as an individual from the Group in addition to the Director’s remuneration
5. The Director serves as a major lender*⁵ to the Group or is a business executor within the major lending entity
6. The Director has received a substantial donation*⁶ from the Group or belongs to an organization that has received the donation
7. The Director has met any of the above items 2 to 6 in the past three (3) years

*1 “A business executor” refers to an individual holding positions as an executive director, executive officer, or employee.

*2 “A major shareholder” refers to a shareholder who possesses 10% or more of the overall voting rights.

*3 “A major business partner” refers to a business partner to which the Group’s net sales amount in the given fiscal year represents a considerable portion of the Group’s consolidated net sales.

*4 “A substantial amount of money” refers to the amount of more than ¥10 million on a yearly basis.

*5 “A major lender” refers to an entity that provides loans exceeding 2% of the Group’s consolidated total assets.

*6 “A substantial donation” refers to the amount of more than ¥10 million on a yearly basis.