

These documents have been translated from a part of the Japanese originals for reference purposes only. In the event of any discrepancy between these translated documents and the Japanese originals, the originals shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translations.

(Securities Code: 8439)

June 4, 2026

(Electronic provision measures commence on May 28, 2026)

To Shareholders with Voting Rights:

Koji Fujiwara
President & CEO,
Representative Director
Tokyo Century Corporation
3 Kanda-neribeicho, Chiyoda-ku,
Tokyo, Japan

NOTICE OF THE 57TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

You are hereby informed that the 57th Annual General Meeting of Shareholders (the “Meeting”) of Tokyo Century Corporation (the “Company”) will be held for the purposes as described below.

When convening this general meeting of shareholders, the Company has taken measures for providing information in electronic format (the “electronic provision measures”) and has posted matters subject to the electronic provision measures on the following Company’s website.

The Company website
<https://www.tokyocentury.co.jp/en/ir/stock/meeting.html>



In addition to the website shown above, the Company also has posted this information on the following website.

The TSE website (Listed Company Search)
<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>



Please access the above website, enter “Tokyo Century Corporation” in the issue name (company name) or our stock exchange code “8439” in the “Code” field, and click “Search” to find search results. Then, click on “Basic information” and “Documents for public inspection/PR information.” in this order to find “[Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting]” in the “Filed information available for public inspection” section.

Instead of attending the Meeting, you can exercise your voting rights in writing (by mail) or via the Internet. Please review the Guide to Exercising Voting Rights and exercise your voting rights by 5:15 p.m. on Wednesday, June 24, 2026. In addition, the Company will broadcast the Meeting live via the Internet so that you can watch the proceedings of the Meeting live. For details, please refer to the Information on the Livestreaming of the General Meeting of Shareholders.

- 1. Date and Time:** Thursday, June 25, 2026 at 10:00 a.m. Japan time
(Reception starts at 9:30 a.m.)
*Please be advised that reception opens at 9:30 a.m. this year.
- 2. Place:** AKIBA HALL, Hulia Akihabara Tower Bldg. 5F
3 Kanda-neribeicho, Chiyoda-ku, Tokyo, Japan
- 3. Meeting Agenda:**
- Matters to be reported:**
1. Business Report, Consolidated Financial Statements for the 57th Fiscal Year (from April 1, 2025 to March 31, 2026) and results of audits by the Accounting Auditor and the Board of Corporate Auditors of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the 57th Fiscal Year (from April 1, 2025 to March 31, 2026)
- Matters to be resolved:**
- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Election of Eleven (11) Directors
- Proposal No. 3:** Election of Two (2) Corporate Auditors
- Proposal No. 4:** Election of One (1) Substitute Corporate Auditor
- 4. Arrangements in convening the Meeting:**
- (1) You can exercise your voting rights by proxy upon submission of a letter of proxy which certifies the permission of the proxy who shall be a shareholder qualified to exercise voting rights.
 - (2) If neither approval nor disapproval of a proposal is indicated, it shall be deemed a vote of approval for the Company proposals.
 - (3) If you wish to split your voting on any of the proposals, please notify the Company of your intention to split a vote and its reasons at least three days prior to the date of the Meeting.

◎In accordance with laws and regulations as well as the Articles of Incorporation of the Company, the following matters are not presented in the documents mailed to shareholders who made a request for delivery of documents. Accordingly, the documents mailed to shareholders constitute only part of the documents audited by the independent auditor and the Corporate Auditors in the preparation of their Audit Reports. For the following information, please see each website.

- “Matters concerning stock acquisition rights, etc. of the Company,” “Matters concerning the accounting auditor,” and “System for ensuring appropriateness of operations” in the Business Report
- Consolidated Statements of Changes in Equity and Notes to Consolidated Financial Statements
- Non-consolidated Statements of Changes in Equity and Notes to Non-consolidated Financial Statements

◎If any amendments are made to matters subject to the electronic provision measures, such amendments will be posted on the respective websites where the matters are posted.

Guide to Exercising Voting Rights

We recognize that the shareholders' voting rights to be exercised in the Meeting are an important right for our shareholders.

Please review the matters subject to electronic provision measures of the Reference Documents for the General Meeting of Shareholders, and we respectfully request that you exercise your voting rights.

The following three methods are available for exercising your voting rights.

Attending the Meeting in person

Please submit the enclosed Voting Rights Exercise Form at the reception desk of the venue.

Date and time of the Meeting: Thursday, June 25, 2026 at **10:00 a.m.**

(Reception starts at 9:30 a.m.)

Exercising voting rights in writing (by mail)

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it by mail without putting a stamp on it.

Deadline for exercising voting rights: **5:15 p.m.**, Wednesday, June 24, 2026 (**time of receipt**)

Exercising voting rights via the Internet

Please enter your vote for or against the proposals following the guide on the next page.

Deadline for exercising voting rights: **5:15 p.m.**, Wednesday, June 24, 2026 (**completion of input**)

Guide to filling out the Voting Rights Exercise Form

Please circle the response corresponding to your vote for each proposal.

Proposals 1 and 4

- Circle “贊” to vote for the proposal
- Circle “否” to vote against the proposal

Proposal 2 and 3

- Circle “贊” to vote for the proposal
- Circle “否” to vote against the proposal
- If you disapprove part of candidates, circle “贊” and write the number(s) of the candidate(s) whom you are against
- If you exercise your voting rights both through writing (by mail) and through the Internet, etc., the vote through the Internet, etc. shall be valid. If you exercise your voting rights through the Internet, etc. more than once, the last vote shall be deemed to be effective.
- The password will be locked and disabled when inputted incorrectly a certain number of times. When the password is locked, please follow the instructions on the screen.

Guide to Exercising Voting Rights via the Internet

<Exercise of voting rights by scanning the log-in QR Code: “Smart SR”>

You can log in to the voting website without entering your voting rights exercise code and password.

1. Please scan the QR Code on the bottom right of the Voting Rights Exercise Form

Note: “QR Code” is a registered trademark of DENSO WAVE INCORPORATED.

2. Please tap the “Jump to the voting website” button at the top of the Smart SR page; then, follow the instructions on the screen and enter your votes

Note: If you find it difficult to access the website due to the communications environment and other reasons, try again a little later.

Exercising voting rights on Smart SR is available only once.

If you need to change your votes after exercising your voting rights, please access the voting website designed for PC users and log in by entering your “voting rights exercise code” and “password” printed on the enclosed Voting Rights Exercise Form. Then, please exercise your voting rights again.

<Exercise of voting rights by entering voting rights exercise code and password>

Voting website: <https://soukai.mizuho-tb.co.jp/>

1. Please access the voting website

Click “Continue.”

2. Please enter the “voting rights exercise code” on the Voting Rights Exercise Form

Enter the “voting rights exercise code” and click “Continue.”

3. Please enter the “password” on Voting Rights Exercise Form

Enter the “initial password,” create a new password that you will use going forward, and click “Register.”

4. Thereafter, please follow the instructions on the screen and enter your votes

Institutional investors can use the electronic voting platform for institutional investors run by ICJ, Inc.

Information on the Livestreaming of the General Meeting of Shareholders

The livestream of the 57th Annual General Meeting of Shareholders will be broadcast over the Internet. To allow shareholders who are unable to attend the Meeting in person to view the proceedings, we will provide a live video and audio broadcast of the Meeting. We encourage you to watch from the comfort of your home or elsewhere.

(Note) You may not exercise your voting rights, ask questions, make comments, or submit motions on the livestream.

Livestream date and time

Thursday, June 25, 2026, from 10:00 a.m. until the conclusion of the Meeting

*The livestream video player will become available at around 9:30 a.m.

How to watch the livestream

1. On your smartphone, tablet, or other mobile device

- (1) Scan the QR Code on the bottom right of the Voting Rights Exercise Form.
Note: “QR Code” is a registered trademark of DENSO WAVE INCORPORATED.
- (2) Access the livestream by selecting “Shareholders’ meeting livestream” at the top of the “Smart SR” screen.

2. On your desktop or laptop computer

- (1) Access the URL below; and log on to Smart SR by entering your voting rights exercise code and password, which can be found on the bottom right on the back of the Voting Rights Exercise Form.
Smart SR’s URL <https://smart-sr.m041.mizuho-tb.co.jp/SA>
- (2) Access the livestream by selecting “Shareholders’ meeting livestream” at the top of the “Smart SR” screen.

Notes:

- Shareholders who have exercised their voting rights in advance can still watch the livestream on the day of the Meeting.
- If there is a change to the details of the livestreaming, such as how to watch it, the Company will provide the latest information on its website.
- Please be aware that shareholders attending the Meeting in person may inadvertently appear in the livestream despite our best efforts.
- Please be aware that we will not be able to take questions or comments from the online audience.
- Shareholders are forbidden from doing the following: sharing their voting rights exercise code and password with a third party in order for the third party to watch the livestream; and recording or publishing the audio or video of the livestream.
- Streaming video or audio may be distorted due to the viewer’s computer environment, Internet connection, and other factors.
- Associated communications and other charges will be the responsibility of the shareholder.

Contact information

Stock Transfer Agency Department, Mizuho Trust & Banking Co., Ltd.

Toll-free number: **0120-288-324**

(Weekdays 9:00–17:00)

Reference Documents for the General Meeting of Shareholders

Proposal No. 1: Appropriation of Surplus

The Company, under its basic policy, aims to return profits to its shareholders on a long-term and stable basis while enhancing internal reserves. We are committed to maintaining stable returns to shareholders, while balancing with growth investment and financial base.

1. Matters pertaining to the period-end dividend

Our policy on dividends is to distribute progressive amounts in an aim to increase dividends with profit growth, targeting a consolidated payout ratio of approximately 35%.

For the period-end dividend, we propose to pay the following dividends considering the results for the fiscal year under review, future business operations, and other factors.

(1) Dividend assets classification

The dividend will be paid in cash.

(2) Matters pertaining to the allocation of dividend assets and total amount thereof

¥44 per share of the Company's common stock

Total amount ¥21,579,905,248

Including the interim dividend of ¥36 per share already paid, the annual dividend for the fiscal year under review will be ¥80 per share.

(3) Effective date for payment of dividend of surplus

June 26, 2026

2. Matters pertaining to the appropriation of other surplus

In order to ensure flexibility in our capital policy to respond to changes in our financial position and future business environment, we propose to reverse the entire balance of the general reserve and transfer it to retained earnings brought forward as follows.

(1) Item of surplus to be decreased and the amount thereof

General reserve	¥228,100,000,000
-----------------	------------------

(2) Item of surplus to be increased and the amount thereof

Retained earnings brought forward	¥228,100,000,000
-----------------------------------	------------------

Proposal No. 2: Election of Eleven (11) Directors

The terms of office of all Directors will expire at the conclusion of this Meeting.

Accordingly, the election of eleven (11) Directors is proposed.

The candidates are as follows.

No.	Name	Current positions and responsibilities at the Company	Attendance at meetings held in FY2025		
			Board of Directors	Nomination Committee	Compensation Committee
1	<u>Reappointment</u> Masataka Yukiya <u>Male</u>	Chairman & Co-CEO, Representative Director	14/14 (100%)	8/8	2/2
2	<u>Reappointment</u> Koji Fujiwara <u>Male</u>	President & CEO, Representative Director	14/14 (100%)	8/8	2/2
3	<u>Reappointment</u> Akio Nakamura <u>Independent Director</u> <u>External Director</u> <u>Male</u>	Director	14/14 (100%)	8/8	2/2
4	<u>Reappointment</u> Toshio Asano <u>Independent Director</u> <u>External Director</u> <u>Male</u>	Director	14/14 (100%)	8/8	2/2
5	<u>Reappointment</u> Miho Tanaka <u>Independent Director</u> <u>External Director</u> <u>Female</u>	Director	14/14 (100%)	8/8	2/2
6	<u>Reappointment</u> Tsuyoshi Numagami <u>Independent Director</u> <u>External Director</u> <u>Male</u>	Director	14/14 (100%)	8/8	2/2
7	<u>Reappointment</u> Hiroshi Ogasawara <u>Independent Director</u> <u>External Director</u> <u>Male</u>	Director	14/14 (100%)	8/8	2/2
8	<u>Reappointment</u> Mahoko Hara <u>Female</u>	Director and Senior Managing Executive Officer; President, Transport Unit	13/14 (93%)		
9	<u>Reappointment</u> Tatsuya Hirasaki <u>Male</u>	Director and Senior Managing Executive Officer; Chief Financial Officer; Chief Human Resources Officer; Co-Chief Strategy Officer	14/14 (100%)		
10	<u>Reappointment</u> Takashi Yonetsu <u>Male</u>	Director and Senior Managing Executive Officer; Co-Chief Financial Officer	12/12 (100%)		
11	<u>Reappointment</u> Masahiro Imai <u>Male</u>	Director	12/12 (100%)		

Note: The numbers of attendance of Messrs. Takashi Yonetsu and Masahiro Imai at Board of Directors meetings are the numbers of their attendance at the meetings held in FY2025 after they took office as Directors of the Company in June 2025.

Skills Matrix of Director Candidates

The Company aims to appoint a diverse team of directors in order to strengthen the frameworks for ensuring effective management, oversight and advisory functions for the Board of Directors. Items of the skills matrix will be reviewed as necessary based on the management strategy and plans. The composition of the Board of Directors subject to the approval of the Proposal as originally proposed is as follows:

Areas of expertise and expected contributions						Nomination Committee (◎Chairperson)	Compensation Committee (◎Chairperson)
Corporate Management	Global Operations	Finance, Risk Management	Legal Affairs, Accounting, Taxation	Sustainability	IT, Digital Transformation		
●		●		●	●	●	●
●	●	●		●		●	●
●		●	●			●	◎
●	●			●		◎	●
		●	●	●		●	●
●	●			●		●	●
●	●			●	●	●	●
	●	●		●	●		
		●	●	●	●		
		●	●	●			
●	●			●			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	 Masataka Yukiya (May 8, 1956) Reappointment Male	April 1979 Joined ITOCHU Corporation April 2004 General Manager of Finance, Realty, Insurance & Logistics Services Management Planning Department; Chief Information Officer of Finance, Realty, Insurance & Logistics Services Company of ITOCHU Corporation April 2006 Chief Operating Officer of Finance Division; Finance, Realty, Insurance & Logistics Services Company of ITOCHU Corporation April 2008 Executive Officer; Chief Operating Officer of Finance and Insurance Division; Finance, Realty, Insurance & Logistics Services Company of ITOCHU Corporation June 2011 Director and Managing Executive Officer; Deputy President, Corporate Business Unit I and Finance Business Unit of the Company April 2012 Director and Managing Executive Officer; President, Corporate Business Unit III of the Company April 2015 Director and Senior Managing Executive Officer; President, Corporate Business Unit III of the Company April 2019 Director and Senior Managing Executive Officer; Responsible for Equipment Leasing of the Company June 2019 Deputy President, Director and Executive Officer; Responsible for Equipment Leasing of the Company April 2020 Deputy President, Representative Director and Executive Officer; Responsible for Equipment Leasing of the Company June 2022 Chairman & Co-CEO, Representative Director of the Company April 2026 Chairman & Co-CEO, Representative Director (Change in Japanese only; English unchanged) of the Company (to present) Reasons for the selection of candidate for Director Mr. Masataka Yukiya has provided appropriate management and oversight as Director of the Company since June 2011, applying his abundant experience and wide range of knowledge gained in corporate management at a general trading company and operational execution in fields including sales and finance. The Company nominates Mr. Yukiya as a Director candidate as he will be able to continue contributing to the Company's sustainable growth and improvement of medium- to long-term corporate value.	64,060

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
2	 Koji Fujiwara (June 29, 1961) Reappointment Male	April 1985	Joined The Dai-Ichi Kangyo Bank, Limited	3,800
		April 2012	Managing Director, General Manager of Investor Relations Department of Mizuho Financial Group, Inc.	
April 2014	Chief Managing Director of Mizuho Financial Group, Inc.; Managing Director of Mizuho Bank, Ltd.			
June 2014	Director and Managing Executive Officer of Mizuho Financial Group, Inc.; Managing Director of Mizuho Bank, Ltd.			
April 2017	President & CEO (Representative Director) of Mizuho Bank, Ltd.			
April 2022	Advisor of Mizuho Bank, Ltd. (retired in June 2022)			
July 2022	Advisor of the Company (retired in May 2024)			
July 2022	Senior Advisor of Mizuho Financial Group, Inc.			
July 2023	Special Advisor of Mizuho Financial Group, Inc. (retired in March 2025)			
June 2024	Director of the Company			
April 2025	President & CEO, Representative Director of the Company			
April 2026	President & CEO, Representative Director (Change in Japanese only; English unchanged) of the Company (to present)			
Reasons for the selection of candidate for Director Mr. Koji Fujiwara has provided appropriate management and oversight as Director of the Company from June 2024 and President & CEO, Representative Director of the Company since April 2025, applying his abundant experience and wide range of knowledge gained in corporate management at financial institutions. The Company nominates Mr. Fujiwara as a Director candidate as he will be able to continue contributing to the Company’s sustainable growth and improvement of medium- to long-term corporate value.				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	 Akio Nakamura (July 21, 1955) <u>Reappointment</u> <u>Male</u> <u>External Director</u> <u>Independent Director</u>	April 1978 Joined Ministry of Finance July 2005 Director-General, Fukuoka Regional Taxation Bureau of National Tax Agency July 2006 Deputy Director-General, Financial Bureau of Ministry of Finance July 2007 Senior Deputy Director-General, Financial Bureau of Ministry of Finance July 2009 Director-General, Osaka Regional Taxation Bureau of National Tax Agency July 2010 Director-General, Financial Bureau of Ministry of Finance (retired in August 2011) October 2011 Chairman of Sampo Japan Research Institute Inc. (currently Sampo Institute Plus Inc.) (retired in June 2016) March 2013 Registered as attorney, joined Tanabe & Partners (to present) June 2015 Director of the Company (retired in June 2017) June 2016 Audit & Supervisory Board Member of NTT DATA Corporation (retired in June 2018) June 2018 Director of the Company (to present) April 2019 President and CEO of Japan Securities Depository Center, Incorporated June 2019 Director President and CEO of Japan Securities Depository Center, Incorporated (to present) (Significant concurrent positions) Special Partner of Tanabe & Partners Director, President and CEO of Japan Securities Depository Center, Incorporated President and CEO of JASDEC DVP Clearing Corporation	15,900
		Reasons for the selection of candidate for External Director and outline of expected roles Mr. Akio Nakamura has provided accurate advice on the overall management of the Company from an objective perspective as an External Director of the Company, as well as carried out management and monitoring from an independent perspective, applying his abundant experience and wide range of knowledge gained in fields such as finance and taxation, from June 2015 to June 2017, and again from June 2018. In addition, he provided valuable suggestions as the chairperson of the Compensation Committee and a member of the Nomination Committee. The Company nominates Mr. Nakamura as an External Director candidate as we expect he will continue contributing to the Company's sustainable growth and improvement of medium- to long-term corporate value after his election. Special notes concerning candidates for External Director - Mr. Akio Nakamura served for 2 years as an External Director of the Company from June 2015 to June 2017, and again for 8 years since June 2018. The total term of office of Mr. Akio Nakamura as an External Director of the Company will be 10 years at the conclusion of this Meeting. - Mr. Akio Nakamura is a candidate for which the Tokyo Stock Exchange requires to be appointed as an independent officer. - Although the Company has business relationships with Japan Securities Depository Center, Incorporated, at which Mr. Akio Nakamura serves as Director, President and CEO, and Tanabe & Partners, at which he serves as a Special Partner, the amount of transaction accounted for less than 1% of the sales of these companies and the consolidated revenue of the Company, and the amount of transaction with Tanabe & Partners was ¥1 million during the most recent fiscal year. JASDEC DVP Clearing Corporation, at which Mr. Nakamura serves as President and CEO, does not have business relationships with the Company.	

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
4	 Toshio Asano (December 4, 1952) Reappointment Male External Director Independent Director	April 1975 Joined Asahi Chemical Industry Co., Ltd. (currently Asahi Kasei Corporation) October 2003 Executive Officer of Asahi Kasei Pharma Corporation April 2010 President, Presidential Executive Officer of Asahi Kasei Pharma Corporation April 2011 President, Presidential Executive Officer of Asahi Kasei Pharma Corporation; Executive Officer of Asahi Kasei Corporation April 2014 Presidential Executive Officer of Asahi Kasei Corporation June 2014 President & Representative Director, Presidential Executive Officer of Asahi Kasei Corporation April 2016 Director, Standing Counsellor of Asahi Kasei Corporation June 2016 Standing Counsellor of Asahi Kasei Corporation June 2019 Director of the Company (to present) June 2022 Counsellor of Asahi Kasei Corporation June 2024 Special Advisor of Asahi Kasei Corporation (to present) (Significant concurrent positions) Outside Director of MEDIPAL HOLDINGS CORPORATION External Director of Daicel Corporation Special Advisor of Asahi Kasei Corporation Chairman of Japanese Foundation for Cancer Research President of Japan Bioindustry Association Outside Director of JCR Pharmaceuticals Co., Ltd. (Scheduled to assume office in June 2026)	11,300
Reasons for the selection of candidate for External Director and outline of expected roles Mr. Toshio Asano has led a major diversified chemicals company, and has abundant experience and broad knowledge of corporate management. He has applied his insight in the management of the Company and carried out management and monitoring from an independent perspective as an External Director of the Company since June 2019. In addition, he provided valuable suggestions as the chairperson of the Nomination Committee and a member of the Compensation Committee. The Company nominates Mr. Asano as an External Director candidate as we expect he will continue contributing to the Company’s sustainable growth and improvement of medium- to long-term corporate value after his election. Special notes concerning candidates for External Director - The term of office of Mr. Toshio Asano as an External Director of the Company will be 7 years at the conclusion of this Meeting. - Mr. Toshio Asano is a candidate for which the Tokyo Stock Exchange requires to be appointed as an independent officer. - Although the Company has a business relationship with Asahi Kasei Corporation, at which Mr. Toshio Asano was engaged in management as a Director, JCR Pharmaceuticals Co., Ltd., at which he is scheduled to serve as Outside Director, and Japanese Foundation for Cancer Research, at which he serves as Chairman, the amount of transaction accounted for less than 1% of the sales of Asahi Kasei Corporation, JCR Pharmaceuticals Co., Ltd., and Japanese Foundation for Cancer Research and the Company’s consolidated revenue during the most recent fiscal year. In addition, ¥2 million donation has been made to Japanese Foundation for Cancer Research. MEDIPAL HOLDINGS CORPORATION, at which Mr. Asano serves as Outside Director, Daicel Corporation, at which Mr. Asano serves as External Director, and Japan Bioindustry Association, at which Mr. Asano serves as President, do not have business relationships with the Company.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	 Miho Tanaka (December 1, 1974) Reappointment Female External Director Independent Director	October 2004 Registered as attorney-at-law Joined Asahi Koma Law Offices (currently Nishimura & Asahi/Foreign Law Joint Enterprise) February 2007 Joined TMI Associates July 2015 Partner of Shiba Management Legal Office (currently Shiba & Tanaka Law Offices) (to present) June 2021 Director of the Company (to present) (Significant concurrent positions) Partner of Shiba & Tanaka Law Offices Outside Director of Solasto Corporation Supervisory Director of Marimo Regional Revitalization REIT, Inc. Supervisory Director of JINUSHI Private REIT Investment Corporation	1,100
	Reasons for the selection of candidate for External Director and outline of expected roles Although Ms. Miho Tanaka has never been directly involved in corporate management, she has abundant experience and knowledge in corporate legal affairs and M&A as an attorney-at-law, and has served as an External Director of the Company since June 2021, using her deep insight and abundant experience in the Company’s management and providing management oversight from an independent perspective. In addition, she provided valuable suggestions as a member of the Compensation Committee and the Nomination Committee. The Company nominates Ms. Tanaka as an External Director candidate as we expect she will continue contributing to the Company’s sustainable growth and improvement of medium- to long-term corporate value after her election. Special notes concerning candidates for External Director - The term of office of Ms. Miho Tanaka as an External Director of the Company will be 5 years at the conclusion of this Meeting. - Ms. Miho Tanaka is a candidate for which the Tokyo Stock Exchange requires to be appointed as an independent officer. - Although the Company has a business relationship with Solasto Corporation, at which Ms. Miho Tanaka serves as Outside Director, the amount of transaction accounted for less than 1% of the sales of Solasto Corporation and the Company’s consolidated revenue during the most recent fiscal year. The Company has no business relationship with Shiba & Tanaka Law Offices, at which Ms. Tanaka serves as Partner or Marimo Regional Revitalization REIT, Inc. and JINUSHI Private REIT Investment Corporation, at which she serves as Supervisory Director. - The name of Ms. Miho Tanaka on the family register is Miho Takahashi.		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
6	 Tsuyoshi Numagami (March 27, 1960) Reappointment Male External Director Independent Director	April 2000 Professor, Graduate School of Commerce and Management of Hitotsubashi University January 2011 Dean of Graduate School, Graduate School of Commerce and Management of Hitotsubashi University December 2014 Director, Vice President of Hitotsubashi University April 2018 Professor, Graduate School of Business Administration of Hitotsubashi University June 2022 Director of the Company (to present) April 2023 Professor Emeritus of Hitotsubashi University (to present) Professor, Institute for Business and Finance of Waseda Business School (to present) (Significant concurrent positions) Outside Director (Audit & Supervisory Committee Member) of JFE Holdings, Inc. Outside Director of EBARA CORPORATION Professor Emeritus of Hitotsubashi University Professor, Institute for Business and Finance of Waseda Business School Reasons for the selection of candidate for External Director and outline of expected roles Although Mr. Tsuyoshi Numagami has never been directly involved in corporate management, he has deep academic knowledge as a corporate management researcher, particularly in corporate strategy and organization. He has applied his deep insight and knowledge in the Company's management and provided management oversight from an independent perspective as an External Director of the Company since June 2022. In addition, he provided valuable suggestions as a member of the Compensation Committee and the Nomination Committee. The Company nominates Mr. Numagami as an External Director candidate as we expect he will continue contributing to the Company's sustainable growth and improvement of medium- to long-term corporate value after his election. Special notes concerning candidates for External Director - The term of office of Mr. Tsuyoshi Numagami as an External Director of the Company will be 4 years at the conclusion of this Meeting. - Mr. Tsuyoshi Numagami is a candidate for which the Tokyo Stock Exchange requires to be appointed as an independent officer. - JFE Holdings, Inc., at which Mr. Tsuyoshi Numagami serves as Outside Director, and EBARA CORPORATION, at which Mr. Numagami serves as Outside Director, and Waseda University, at which Mr. Numagami serves as Professor of the Institute, have business relationships with the Company, but the amount of transaction accounted for less than 1% of the sales of JFE Holdings, Inc., EBARA CORPORATION, and Waseda University and the Company's consolidated revenue during the most recent fiscal year. There is no business relationship between the Company and Hitotsubashi University at which Mr. Numagami serves as Professor Emeritus. - EBARA CORPORATION, at which Mr. Tsuyoshi Numagami serves as Outside Director, received a recommendation from the Japan Fair Trade Commission on February 20, 2025, pursuant to the Act against Delay in Payment of Subcontract Proceeds, etc. to Subcontractors. Mr. Numagami had had no knowledge of the problem until then, but had consistently provided the company with suggestions and advice from a compliance perspective at its Board of Directors meetings and other occasions. Since he learned of the problem, furthermore, he has provided the company with suggestions and advice on ways to promptly get to the bottom of the problem and to enhance the internal control system and compliance so that similar problems will not recur.	8,900

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
7	 Hiroshi Ogasawara (September 19, 1955) Reappointment Male External Director Independent Director	March 1979 Joined YASKAWA Electric Manufacturing Co., Ltd. (currently YASKAWA Electric Corporation) June 2006 Director; Deputy General Manager, Motion Control Div. of YASKAWA Electric Corporation March 2007 Director; General Manager, Drives Div. of YASKAWA Electric Corporation March 2011 Director; General Manager, Motion Control Div. of YASKAWA Electric Corporation June 2012 Managing Executive Officer; General Manager, Motion Control Div. of YASKAWA Electric Corporation June 2013 Director; Managing Executive Officer; General Manager, Motion Control Div. of YASKAWA Electric Corporation March 2014 Director; Managing Executive Officer; General Manager, Corporate Technology Div. of YASKAWA Electric Corporation March 2015 Representative Director; Senior Managing Executive Officer; General Manager, Corporate Technology Div. of YASKAWA Electric Corporation March 2016 Representative Director, President; General Manager, Corporate Technology Div. of YASKAWA Electric Corporation March 2017 Representative Director, President; Manager, Diversity Management Div. of YASKAWA Electric Corporation March 2018 Representative Director, President; Manager, ICT Strategy Div. of YASKAWA Electric Corporation March 2022 Representative Director, Chairman of the Board; President of YASKAWA Electric Corporation March 2023 Representative Director, Chairman of the Board of YASKAWA Electric Corporation June 2024 Director of the Company (to present) May 2026 Representative Director, Chairman of the Board, President of YASKAWA Electric Corporation (to present) (Significant concurrent positions) Representative Director, Chairman of the Board, President of YASKAWA Electric Corporation Outside Director of Kyushu Railway Company	1,100

	Reasons for the selection of candidate for External Director and outline of expected roles Mr. Hiroshi Ogasawara has led a major electric equipment manufacturing company for many years, and has abundant experience and broad knowledge of corporate management. He has applied his deep insight and knowledge in the Company's management and provided management oversight from an independent perspective as an External Director of the Company since June 2024. In addition, he provided valuable suggestions as a member of the Compensation Committee and the Nomination Committee. The Company nominates Mr. Ogasawara as an External Director candidate as we expect he will continue contributing to the Company's sustainable growth and improvement of medium- to long-term corporate value after his election. Special notes concerning candidates for External Director - The term of office of Mr. Hiroshi Ogasawara as an External Director of the Company will be 2 years at the conclusion of this Meeting. - Mr. Hiroshi Ogasawara is a candidate for which the Tokyo Stock Exchange requires to be appointed as an independent officer. - Although the Company has a business relationship with YASKAWA Electric Corporation, at which Mr. Hiroshi Ogasawara is engaged in operational execution as Representative Director, Chairman of the Board and President, the amount of transaction accounted for less than 1% of the sales of YASKAWA Electric Corporation and the Company's consolidated revenue during the most recent fiscal year. There is no business relationship between the Company and Kyushu Railway Company, at which Mr. Ogasawara serves as Outside Director.	
--	--	--

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
8	 Mahoko Hara (January 23, 1965) <u>Reappointment</u> <u>Female</u>	April 1987 Joined The Dai-Ichi Kangyo Bank, Limited November 2007 General Manager, Market Product Development Department of Shinsei Bank, Limited March 2011 Senior Manager, Finance Business Unit of the Company April 2013 Executive Officer; General Manager, Finance Business Development Office of the Company April 2015 Executive Officer; Deputy President, Finance Business Unit of the Company April 2016 Managing Executive Officer; Deputy President, Specialty Finance Business Unit I; Deputy President, Global Business Unit of the Company April 2018 Managing Executive Officer; President, Specialty Finance Business Development Unit; Deputy President, Specialty Finance Business Unit I; Deputy President, International Business Unit II of the Company April 2020 Senior Managing Executive Officer; Deputy President, Specialty Finance Business Development Unit; Deputy President, Specialty Finance Business Unit I of the Company June 2022 Director and Senior Managing Executive Officer in charge of Specialty Finance Business Development Unit; Deputy President, Specialty Finance Business Unit I of the Company April 2024 Director and Senior Managing Executive Officer; President, Specialty Finance Business Development Unit; President, Specialty Finance Business Unit III, General Manager of Specialty Finance Strategic Investments Division of the Company April 2025 Director and Senior Managing Executive Officer; President, Specialty Finance Business Development Unit; President, Specialty Finance Business Unit III of the Company April 2026 Director and Senior Managing Executive Officer; President, Transport Unit of the Company (to present) (Significant concurrent position) Executive Chairperson of Aviation Capital Group LLC	22,031
Reasons for the selection of candidate for Director Ms. Mahoko Hara has provided appropriate management and oversight as Director of the Company since June 2022, applying her abundant experience and wide range of knowledge gained in planning and product development at financial institutions, as well as in the execution of overseas and sales operations at the Company. The Company nominates Ms. Hara as a Director candidate as she will continue contributing to the Company's sustainable growth and improvement of medium- to long-term corporate value.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
9	 Tatsuya Hirasaki (March 22, 1968) Reappointment Male	April 1990 Joined Tokyo Leasing Co., Ltd. October 2008 General Manager of Accounting Division of Tokyo Leasing Co., Ltd. April 2009 General Manager of Accounting Division II of the Company October 2013 General Manager of Accounting Division of the Company April 2017 Executive Officer; General Manager of Corporate Planning Division and General Manager of Accounting Division of the Company April 2020 Managing Executive Officer; President, Accounting Unit; Deputy President, Corporate Planning Unit and General Manager of Corporate Planning Division of the Company June 2021 Director and Managing Executive Officer; President, Accounting Unit; Deputy President, Corporate Planning Unit and General Manager of Corporate Planning Division of the Company April 2022 Director and Managing Executive Officer; President, Corporate Planning Unit; President, Accounting Unit of the Company April 2024 Director and Senior Managing Executive Officer; President, Corporate Planning Unit; President, Accounting Unit of the Company April 2026 Director and Senior Managing Executive Officer; Chief Financial Officer; Chief Human Resources Officer; and Co-Chief Strategy Officer of the Company (to present) (Significant concurrent position) Outside Director of MUFG Finance and Leasing Co., Ltd.	30,866
	Reasons for the selection of candidate for Director Mr. Tatsuya Hirasaki has abundant experience and wide range of knowledge gained in operational execution in fields including accounting and corporate planning at the Company, and he has provided appropriate management and oversight as Director since June 2021. The Company nominates Mr. Hirasaki as a Director candidate as he will continue contributing to the Company's sustainable growth and improvement of medium- to long-term corporate value.		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions		Number of shares of the Company held
10	 Takashi Yonetsu (August 17, 1961) <u>Reappointment</u> <u>Male</u>	April 1985 Joined The Dai-Ichi Kangyo Bank, Limited April 2010 General Manager of Yokoyamacho Corporate Banking Department of Mizuho Bank, Ltd. May 2011 General Manager of General Treasury Department of Mizuho Bank, Ltd. July 2013 General Manager of Treasury Department of Mizuho Bank, Ltd. April 2014 Executive Officer, General Manager of Treasury Department of Mizuho Bank, Ltd. October 2017 Executive Officer; Deputy President, Treasury Unit of the Company April 2018 Executive Officer; President, Treasury Unit of the Company April 2020 Managing Executive Officer; President, Treasury Unit of the Company April 2024 Senior Managing Executive Officer; President, Treasury Unit of the Company June 2025 Director and Senior Managing Executive Officer; President, Treasury Unit of the Company April 2026 Director and Senior Managing Executive Officer; Co- Chief Financial Officer of the Company (to present)		13,514
Reasons for the selection of candidate for Director Mr. Takashi Yonetsu has abundant experience and wide range of knowledge gained in operational execution in finance and other fields at a financial institution and the Company, and he has provided appropriate management and oversight as Director since June 2025. The Company nominates Mr. Yonetsu as a Director candidate as he will continue contributing to the Company's sustainable growth and improvement of medium- to long-term corporate value.				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
11	 Masahiro Imai (August 18, 1956) <u>Reappointment</u> <u>Male</u>	April 1980 Joined ITOCHU Corporation April 2004 General Manager of Oil, Gas & Petrochemical Project Department of ITOCHU Corporation April 2007 General Manager of International Operations Department of ITOCHU Corporation April 2008 Executive Officer, General Manager of International Operations Department of ITOCHU Corporation April 2009 Executive Officer, Chief Operating Officer of Plant Project & Marine Division of ITOCHU Corporation April 2012 Managing Executive Officer, Chief Operating Officer of Plant Project, Marine & Aerospace Division of ITOCHU Corporation April 2013 Managing Executive Officer, Chief Executive for European Operation (London) of ITOCHU Corporation; CEO of ITOCHU Europe PLC April 2016 Senior Managing Executive Officer, President of Energy & Chemicals Company of ITOCHU Corporation June 2016 Member of the Board, Senior Managing Executive Officer, President of Energy & Chemicals Company of ITOCHU Corporation April 2017 Senior Managing Executive Officer, President of Energy & Chemicals Company of ITOCHU Corporation April 2018 Senior Managing Executive Officer, President of Machinery Company of ITOCHU Corporation November 2019 Ambassador Extraordinary and Plenipotentiary of Japan to the Republic of Rwanda December 2022 Ambassador, Senior Vice Representative for External Affairs of ITOCHU Corporation June 2025 Director of the Company (to present) Reasons for the selection of candidate for Director Mr. Masahiro Imai has abundant experience and wide range of knowledge gained in corporate management at a general trading company and he has provided appropriate management and oversight as Director since June 2025. The Company nominates Mr. Imai as a Director candidate as he will continue contributing to the Company's sustainable growth and improvement of medium- to long-term corporate value.	200

Notes: 1. No material conflict of interest exists between the Company and any of the above candidates for Director.

2. Messrs. Akio Nakamura and Toshio Asano, Ms. Miho Tanaka, and Messrs. Tsuyoshi Numagami and Hiroshi Ogasawara are candidates for External Director.

3. Matters concerning the candidates for External Director

The Company has concluded an agreement on limitation of liability with Messrs. Akio Nakamura and Toshio Asano, Ms. Miho Tanaka, and Messrs. Tsuyoshi Numagami and Hiroshi Ogasawara to limit their liability for damages in case of failure to perform their duties to the extent specified by laws and regulations and will enter into the same agreement upon the approval of their reelection.

4. The Company has concluded a directors and officers liability insurance contract with an insurance company for all of its Directors as insured persons to cover damages and litigation expenses in the event that a claim for damages is made against the insured due to an act committed by Directors who are included as insured in their capacity as such. However, there are grounds for exemptions. For example, losses or damage an insured person has caused intentionally or with gross negligence will not be covered. If each candidate is appointed as Director, he/she will be included as the insured under this insurance contract.

Policies and Procedures for Nominating and Appointing Candidates for Director

Regarding the nomination and appointment of candidates for Director, taking into consideration the fiduciary responsibility to stakeholders, the Company nominates the persons who are qualified for contributing to the Company's sustainable growth and improvement of medium- to long-term corporate value, based on expertise, wide range of knowledge, and abundant experience gained in corporate management and operational execution. The nomination and appointment of candidates for Director are decided by the Board of Directors with reference to opinions of the Nomination Committee. The Nomination Committee, which is an advisory body of the Board of Directors, is chaired by an independent External Director, and the majority of its members are independent External Directors.

Proposal No. 3: Election of Two (2) Corporate Auditors

The terms of office of Corporate Auditor Messrs. Yoshio Nomura and Masao Fujieda will expire at the conclusion of this Meeting.

Accordingly, the election of two (2) Corporate Auditors is proposed. The Board of Corporate Auditors has previously given its approval.

The candidates are as follows:

No.	Name (Date of birth)	Career summary, positions, and significant concurrent positions	Number of shares of the Company held
1	 Seiji Tsuboi (December 25, 1964) New appointment Male	April 1988 Joined The Dai-Ichi Kangyo Bank, Limited April 2014 General Manager of Corporate Marketing Department of Mizuho Bank, Ltd. November 2017 General Manager of Credit Supervision Division III of the Company April 2023 Deputy President, Credit Supervision Unit, General Manager of Investment Management Division of the Company April 2024 Executive Officer; President, Credit Supervision Unit of the Company October 2025 Executive Officer; President, Credit Supervision Unit, General Manager of Credit Supervision Division III of the Company April 2026 Executive Officer; Co-Chief Risk Officer; General Manager of Credit Supervision Division II of the Company (to present) (Significant concurrent position) Outside Director of MUFG Finance and Leasing Co., Ltd.	3,074
Reasons for the selection of candidate for Corporate Auditor Mr. Seiji Tsuboi has abundant experience and wide range of knowledge gained through engagement in sales operations at financial institutions and credit supervision operations at the Company, and the Company nominates Mr. Tsuboi as a Corporate Auditor candidate as he will be able to be responsible for the appropriate management and monitoring of the lawfulness and appropriateness of the Company's corporate activities.			

No.	Name (Date of birth)	Career summary, positions, and significant concurrent positions	Number of shares of the Company held
	 Takatsugu Ochi (December 16, 1958) New appointment Male External Corporate Auditor Independent Corporate Auditor	April 1981 Joined SUMITOMO CORPORATION July 2011 Board member of International Accounting Standards Board October 2019 Partner of Deloitte Touche Tohmatsu LLC (retired in March 2024) June 2020 Visiting Scholar of Institute for Monetary and Economic Studies, Bank of Japan October 2023 Committee member of JSDA Capital Market Forum of Japan Securities Dealers Association (to present) April 2024 Professor, Graduate School of Professional Accountancy of Aoyama Gakuin University (to present) (Significant concurrent positions) Committee member of JSDA Capital Market Forum of Japan Securities Dealers Association Professor, Graduate School of Professional Accountancy of Aoyama Gakuin University	
2	Reasons for the selection of candidate for External Corporate Auditor As an expert in the field of accounting, Mr. Takatsugu Ochi is particularly well-versed in corporate accounting and audit practices, and possesses advanced expertise and abundant experience. Although Mr. Ochi has no experience in corporate management, the Company nominates him as an External Corporate Auditor candidate as a person who will be able to be responsible for the appropriate management and monitoring of the lawfulness and appropriateness of the Company's corporate activities from a neutral and objective perspective for the above reasons. Special notes concerning candidates for External Corporate Auditor - Mr. Takatsugu Ochi is a candidate for which the Tokyo Stock Exchange requires to be appointed as an independent officer. - The Company has no business relationship with the Japan Securities Dealers Association, at which Mr. Ochi serves as Committee Member of the JSDA Capital Market Forum, or Aoyama Gakuin University, at which he serves as Professor. - Although Mr. Takatsugu Ochi previously worked at Deloitte Touche Tohmatsu LLC, the Company's accounting auditor, he was not involved in the Company's accounting audit during his tenure at the firm. While the Company has a business relationship with Deloitte Touche Tohmatsu LLC involving accounting audits and other services, the total amount of remuneration paid by the Company to the firm accounts for less than 1% of the firm's total revenue during the most recent fiscal year, and the Company has determined that this does not affect his independence.		—

Notes: 1. No material conflict of interest exists between the Company and Messrs. Seiji Tsuboi and Takatsugu Ochi.

2. Mr. Takatsugu Ochi is a candidate for External Corporate Auditor.

3. Upon the appointment of Mr. Takatsugu Ochi, the Company will enter into an agreement on limitation of liability with him to limit his liabilities for damages in case of failure to perform his duties to the extent specified by laws and regulations.

4. The Company has concluded a directors and officers liability insurance contract with an insurance company for all of its Corporate Auditors as insured persons to cover damages and litigation expenses in the event that a claim for damages is made against the insured due to an act committed by Corporate Auditors who are included as insured in their capacity as such. However, there are grounds for exemptions. For example, losses or damage an insured person has caused intentionally or with gross negligence will not be covered. If each candidate is appointed as Corporate Auditor, he will be included as the insured under this insurance contract.

Proposal No. 4: Election of One (1) Substitute Corporate Auditor

In order to prepare for the possibility that the number of Corporate Auditors falls below the minimum number specified by laws and regulations, the election of one (1) Substitute Corporate Auditor is proposed. The Board of Corporate Auditors has previously given its approval.

The candidate is as follows:

Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
 Yuriko Sagara (September 6, 1974) Female External Corporate Auditor Independent Corporate Auditor	October 2001 Registered as attorney-at-law (the Daini Tokyo Bar Association) Joined Nakamura & Partners August 2005 Registered as Patent Attorney May 2008 Obtained the Master of Laws (LLM) at Duke University School of Law February 2010 Admitted to the New York State Bar January 2013 Partner of Nakamura & Partners (to present) (Significant concurrent positions) Partner of Nakamura & Partners External Director (Serving as Audit and Supervisory Committee Member) of TOKYO SEIMITSU CO., LTD. Outside Director (Audit & Supervisory Committee Member) of NOF CORPORATION	—
Reasons for the selection of candidate for Substitute External Corporate Auditor As an attorney-at-law, Ms. Yuriko Sagara is particularly well-versed in intellectual property disputes and international transactions, and possesses advanced expertise and abundant experience. Although Ms. Sagara does not have any experience in corporate management other than serving as an external director, the Company believes that she will be able to appropriately carry out her duties as an External Corporate Auditor for the above reasons. Special notes concerning candidates for Substitute External Corporate Auditor - Ms. Yuriko Sagara is a candidate for Substitute External Corporate Auditor and upon appointment she will be reported to the Tokyo Stock Exchange as an independent officer. - The Company has no business relationship with Nakamura & Partners, at which Ms. Sagara serves as Partner, or TOKYO SEIMITSU CO., LTD. at which she serves as External Director (Serving as Audit and Supervisory Committee Member), or NOF Corporation, at which she serves as Outside Director (Audit & Supervisory Committee Member). - The name of Ms. Yuriko Sagara on the family register is Yuriko Hayakawa.		

- Notes:
1. No material conflict of interest exists between the Company and Ms. Yuriko Sagara.
 2. Ms. Yuriko Sagara is a candidate for Substitute External Corporate Auditor.
 3. Upon the appointment of Ms. Yuriko Sagara, the Company will enter into an agreement on limitation of liability with her to limit her liabilities for damages in case of failure to perform her duties to the extent specified by laws and regulations.
 4. The Company has concluded a directors and officers liability insurance contract with an insurance company for all of its Corporate Auditors as insured persons to cover damages and litigation expenses in the event that a claim for damages is made against the insured due to an act committed by Corporate Auditors who are included as insured in their capacity as such. However, there are grounds for exemptions. For example, losses or damage an insured person has caused intentionally or with gross negligence will not be covered. If Ms. Yuriko Sagara is appointed as External Corporate Auditor, she will be included as the insured under this insurance contract.

Policies and Procedures for Nominating and Appointing Candidates for Corporate Auditor

Regarding the nomination and appointment of candidates for Corporate Auditor, the Company nominates the persons who will be able to be responsible for the appropriate management and monitoring of the lawfulness and appropriateness of the corporate activities including operational execution by Directors and Executive Officers of the Company, based on abundant experience and wide range of knowledge gained through serving as a manager or in management at financial institutions. At least one of the Corporate Auditors has sufficient knowledge of finance and accounting. The nomination and appointment of candidates for Corporate Auditor are decided by the Board of Directors after deliberation by the Board of Corporate Auditors.

Independence Standards for External Directors and External Corporate Auditors

The Company's basic policy is to elect External Directors and External Corporate Auditors who are able to be responsible for management and monitoring of the Company in an objective way based on expertise and a wide range of knowledge and abundant experience in corporate management, in accordance with Independence Standards for Independent Officers ("Guidelines Concerning Listed Company Compliance, etc." of the Tokyo Stock Exchange) stipulated by the Tokyo Stock Exchange. By doing so, the Company ensures the independence of External Directors and External Corporate Auditors.