

INFORMATION

The document following this cover sheet exists solely to provide English translations of selected information in the Japanese original text of the Notice of Resolutions of the Ordinary General Meeting of Shareholders for reference only.

June 21, 2023

Notice of Resolutions of the 136th Ordinary General Meeting of Shareholders

This is to inform that the 136th Ordinary General Meeting of Shareholders was held today, and the matters were reported and the proposals were resolved as follows.

Matters Reported:

1. The Business Report, the Consolidated Financial Statements and the results of audits of the Consolidated Financial Statements by the Independent Auditor and the Audit & Supervisory Board for the 136th Fiscal Year (from April 1, 2022 to March 31, 2023)
2. Unconsolidated Financial Statements for the 136th Fiscal Year (from April 1, 2022 to March 31, 2023)

The contents of 1. and 2. above were duly reported.

Proposals Resolved:

Proposal No. 1: Appropriation of surplus

Appropriation of surplus was approved and resolved as originally proposed. It was decided to distribute a year-end dividend of ¥170 per share, and that the date of validity of dividends of surplus shall be June 22, 2023.

Proposal No. 2: Partial amendments to the Articles of Incorporation

As originally proposed, Partial amendments to the Articles of Incorporation were approved and resolved to make the following changes to the Articles of Incorporation; (1) establishing new regulations related to the Audit & Supervisory Committee Members and Audit & Supervisory Committee, deleting regulations related to the Audit & Supervisory Board Members and Audit & Supervisory Board, changing the number of Directors, establishing new regulations related to delegating decisions of important business execution, etc., and (2) establishing new regulations to enable year-end dividends to be paid to shareholders, etc. by resolution of the Board of Directors without requiring a resolution of the General Meeting of Shareholders in the event it is deemed difficult to hold the General Meeting of Shareholders due to a disaster or other unforeseen circumstances, etc.

Proposal No.3: Election of seven Directors (not including Directors who are Audit & Supervisory Committee Members)

Messrs. Hitoshi Nagasawa, Takaya Soga, Yutaka Higurashi, Akira Kono, Ms. Hiroko Kuniya (Outside Director), Mr. Eiichi Tanabe (Outside Director) and Mr. Nobukatsu Kanehara (Outside Director) were elected as originally proposed, and all of them assumed their offices.

Proposal No. 4: Election of five Directors who are Audit & Supervisory Committee Members

Mr. Eiichi Takahashi, Ms. Keiko Kosugi, Mr. Hiroshi Nakaso (Outside Director), Ms. Satoko Kuwabara (Outside Director) and Mr. Tatsumi Yamada (Outside Director) were elected as originally proposed, and all of them assumed their offices.

Proposal No. 5: Election of one Director who is the Substitute Audit & Supervisory Committee Member

Mr. Eiichi Tanabe (Outside Director) was elected as originally proposed.

Proposal No. 6: Determination of the amount of basic compensation of Directors (not including Directors who are Audit & Supervisory Committee Members)

As originally proposed, it was decided that the basic compensation of Directors (not including Directors who are Audit & Supervisory Committee Members) shall not exceed a total of ¥510 million per year (of that, the Outside Directors' portion shall not exceed a total of ¥150 million per year).

Proposal No.7: Determination of the amount of compensation of Directors who are Audit & Supervisory Committee Members

As originally proposed, it was decided that the compensation of Directors who are Audit & Supervisory Committee Members shall not exceed a total of ¥220 million per year.

Proposal No.8: Determination of calculation method of compensation amount based on Performance-Based Monetary Compensation Plan for Directors (not including Directors who are Audit & Supervisory Committee Members), etc.

As originally proposed, since the Company shall transition to a company with Audit & Supervisory Committee, the calculation method of the amount of compensation based on the performance-based monetary compensation plan was re-determined.

Proposal No.9: Determination of calculation method, etc. of compensation amount, etc. based on Performance-Based Stock Remuneration Plan, etc. for Directors (not including Directors who are Audit & Supervisory Committee Members), etc.

As originally proposed, since the Company shall transition to a company with Audit & Supervisory Committee, it was decided that the Performance-Based Stock Remuneration Plan, etc. shall be continued with partial revision to the content thereof.