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Securities Code: 4186

March 5, 2026

(Start date of measures for providing information in electronic format: February 26, 2026)

To Those Shareholders with Voting Rights

Noriaki Taneichi, President and Representative Director  
**TOKYO OHKA KOGYO CO., LTD.**  
150 Nakamaruko, Nakahara-ku, Kawasaki, Kanagawa,  
Japan

## NOTICE OF THE CONVOCATION OF THE 96TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

We hereby announce the 96th Ordinary General Meeting of Shareholders of TOKYO OHKA KOGYO CO., LTD. (“the Company”), which will be held as described below.

**If you are unable to attend the meeting in person, please exercise your voting rights either in writing or by electromagnetic means (via the Internet, etc.).**

**Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m., Thursday, March 26, 2026 (JST).**

When convening this General Meeting of Shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (items for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information as “Notice of the Convocation of the 96th Ordinary General Meeting of Shareholders” on the following websites. Please access each website using the Internet address shown below to review the information.

**The Company’s website:**

<https://www.tok.co.jp/ir/shareholders/shm.html> (in Japanese)

**Website for posted informational materials for the general meeting of shareholders:**

<https://d.sokai.jp/4186/teiji/> (in Japanese)

**Tokyo Stock Exchange (TSE) website (Listed Company Search):**

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

To access this information on the TSE website, visit the Listed Company Search page by using the Internet address given above, input the issue name (company name) or securities code, and click “Search,” and 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].”

### **Exercise of Voting Rights in Writing**

Please indicate your votes for or against the proposals on the enclosed Voting Rights Exercise Form and return it to the Company, ensuring that the form reaches us no later than the above voting deadline.

### **Exercise of Voting Rights by Electromagnetic Means (via the Internet, etc.)**

Please review the “Guide for Exercising Voting Rights” and enter your approval or disapproval for each proposal no later than the above voting deadline.

**1. Date and Time:** Friday, March 27, 2026 at 10:00 a.m. (JST)

**2. Place:** Kawasaki Convention Hall  
2nd floor, Park City Musashikosugi The Garden Towers East  
2-276-1 Kosugimachi, Nakahara-ku, Kawasaki, Kanagawa, Japan

### **3. Agenda of the Meeting:**

#### **Matters to be reported:**

1. The Business Report and the Consolidated Financial Statements for the 96th fiscal year (from January 1, 2025 to December 31, 2025) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
2. The Non-Consolidated Financial Statements for the 96th fiscal year (from January 1, 2025 to December 31, 2025)

#### **Proposals to be resolved:**

**Proposal No. 1:** Appropriation of Surplus

**Proposal No. 2:** Election of Six Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

### **4. Matters Decided for the Convocation:**

- (1) If you do not indicate your approval or disapproval for each proposal on your returned Voting Rights Exercise Form, we will treat it as if you indicated approval for each proposal.
- (2) If you exercise your voting rights by two different means, that is, by electromagnetic means (via the Internet, etc.) as well as in writing, votes by electromagnetic means (via the Internet, etc.) shall prevail.
- (3) If you exercise your voting rights by electromagnetic means (via the Internet, etc.) more than once, your final votes shall prevail.

\* For those attending the meeting, please present the enclosed Voting Rights Exercise Form at the reception desk on arrival.

\* If any changes are made to the items for which measures for providing information in electronic format are to be taken, those will be posted on each website on the Internet as given above.

## **Guide for Exercising Voting Rights**

Voting rights can be exercised using the following three methods.

### **[Attending the General Meeting of Shareholders]**

Please hand in the enclosed Voting Rights Exercise Form at the reception desk.

**Date and time:** Friday, March 27, 2026 at 10:00 a.m. (JST)  
**Place:** Kawasaki Convention Hall  
2nd floor, Park City Musashikosugi The Garden Towers East  
2-276-1 Kosugimachi, Nakahara-ku, Kawasaki, Kanagawa, Japan

### **[Exercise of Voting Rights in Writing]**

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

**Deadline for exercising voting rights:** Thursday, March 26, 2026 at 5:30 p.m. (JST)

### **[Exercise of Voting Rights via the Internet, etc.]**

Please access the website for exercising voting rights (<https://evote.tr.mufg.jp/>) from personal computer or smartphone, enter the “login ID” and “temporary password” provided on the Voting Rights Exercise Form and then enter your vote for each proposal according to the instructions on the screen.

**Deadline for exercising voting rights:** Thursday, March 26, 2026 at 5:30 p.m. (JST)

**Points to note when exercising the voting rights by electromagnetic means (via the Internet, etc.)**

- (1) If you exercise your voting rights by two different means, that is, by electromagnetic means (via the Internet, etc.) as well as in writing, votes by electromagnetic means (via the Internet, etc.) shall prevail.
- (2) If you exercise your voting rights by electromagnetic means (via the Internet, etc.) more than once, your final votes shall prevail.
- (3) To prevent people who are not shareholders (impostors) from illegally accessing the website and altering the content of your voting selections, you can change your “temporary password” to any password of your choosing on the website for exercising voting rights.
- (4) You will be provided with a new “login ID” and “temporary password” each time a General Meeting of Shareholders is convened.

**Website to use for exercising voting rights**

- (1) Exercise of voting rights via the Internet is possible by accessing the website designated by the Company exclusively for the purpose of exercising voting rights (<https://evote.tr.mufg.jp/>) via a personal computer or smartphone. (Access is unavailable between 2:00 a.m. and 5:00 a.m. (JST) every day.)
- (2) Depending on the Internet user environment, shareholders using personal computers or smartphones may not be able to exercise their voting rights via the website for exercising voting rights. For more details, please contact the Help Desk by telephone at the following number.
- (3) Costs arising from accessing the website for exercising voting rights (Internet access fees, communication charges, etc.) will be borne by the shareholder.

**Electronic proxy voting platform**

If you are nominee shareholders such as management trust banks (including standing proxy) and apply in advance for the use of the electronic proxy voting platform operated by ICJ, Inc., you may use such platform operated by ICJ, Inc.

**For inquiries concerning systems, etc. please contact:**

Mitsubishi UFJ Trust and Banking Corporation, Stock Transfer Agency Department (Help Desk)  
Tel: 0120-173-027 (Business hours: 9:00 a.m.–9:00 p.m. (JST) toll free)

## Reference Documents for the General Meeting of Shareholders

### Proposals and References

#### Proposal No. 1: Appropriation of Surplus

Regarding the appropriation of surplus, the Company proposes the following.

#### Matters related to the year-end dividend:

The Company considers the return of its profits to shareholders an important managerial issue. The Company, in light of its financial condition and business performance from a long-term point of view, makes it its basic policy to carefully secure sufficient internal reserves for the enhancement of the corporate competitiveness and enlargement of its profit. On the other hand, the Company also makes it its basic policy to continue its payments of dividends with a consolidated dividend on equity (DOE) ratio of 4.0% as the target level of dividend payout, and flexibly acquire its own stock, to realize stable and continued return of profit.

Under this policy, with regard to the year-end dividend for the fiscal year, the Company proposes to pay ¥37 per share. This payment takes into account various factors, including the Company's business performance, and also reflects the Company's desire to reciprocate the consistent support of its shareholders.

Accordingly, including the interim dividend of ¥35 per share paid in September 2025, the annual dividend for the fiscal year is ¥72 per share.

1. Type of dividend property  
Cash
2. Matters related to distribution of dividend property to shareholders and the total amount  
¥37 per common share of the Company  
Total amount: ¥4,435,482,337
3. Effective date of the distribution of surplus  
March 30, 2026

**Proposal No. 2: Election of Six 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; applicable to the rest of this proposal) will expire at the conclusion of this General Meeting of Shareholders. Accordingly, the Company requests that six Directors be elected.

The candidates for Director are as follows:

No.	Name	Current position	Current responsibility	Attributes
1	Noriaki Taneichi	Representative Director President	Chief Executive Officer	[Re-election]
2	Kosuke Doi	Director	Senior Managing Executive Officer Division Manager, Marketing Division	[Re-election]
3	Hiroataka Yamamoto	Director	Managing Executive Officer Division Manager, Manufacturing Division	[Re-election]
4	Katsumi Ohmori	Director	Executive Officer Division Manager, Research and Development Division	[Re-election]
5	Shogo Ishihara	-	Executive Officer Division Manager, Human Capital Division	[New election]
6	Hisashi Ando	Outside Director	-	[Re-election] [Outside] [Independent Officer]

[The opinion of the Audit and Supervisory Committee]

The Audit and Supervisory Committee reviewed the decision-making process at the Nomination and Remuneration Advisory Committee regarding the election of Directors and their remuneration, and deliberated at the meeting. As a result, the Audit and Supervisory Committee has determined that the policy and decision-making process regarding the election of candidates are appropriate. In addition, the Audit and Supervisory Committee has determined that the basic policy and decision-making process for remuneration, etc., are also appropriate.

No.	Name (Date of birth)	Career summary, position and responsibility at the Company, and significant concurrent positions	Number of shares of the Company held
1	Noriaki Taneichi (November 23, 1962, 63 years old) [Re-election]	Apr. 1986      Joined the Company June 2009      General Manager, Marketing Development Department June 2011      General Manager, New Business Development Department June 2015      Executive Officer; Deputy Division Manager, New Business Development Division June 2017      Director; Executive Officer; Division Manager, New Business Development Division Jan. 2019      Representative Director, President and Chief Executive Officer (to the present)	110,700 shares
	Attendance at the meetings of the Board of Directors 14 out of 14 (100%)		
<p><b>Reasons for nomination as candidate for Director</b>  Since assuming the position of Representative Director, President and Chief Executive Officer, Mr. Noriaki Taneichi has led the management of the Group as its top executive and contributed to the Group's further development through the measures in the Medium- to Long-Term Management Plan. Thus, since the Company judges that Mr. Noriaki Taneichi can be expected to continue contributing to the management of the Company, it requests his election as a Director.</p>			
2	Kosuke Doi (May 10, 1962, 63 years old) [Re-election]	Apr. 1986      Joined the Company June 2009      General Manager, Advanced Material Development Department 1 June 2011      President of TOKYO OHKA KOGYO AMERICA, INC. June 2016      Executive Officer of the Company (President of TOKYO OHKA KOGYO AMERICA, INC.) Jan. 2019      Executive Officer; Division Manager, New Business Development Division Mar. 2020      Managing Executive Officer; Division Manager, Marketing Division Mar. 2022      Director; Managing Executive Officer; Division Manager, Marketing Division and Division Manager, Research and Development Division Mar. 2023      Director; Senior Managing Executive Officer; Division Manager, Marketing Division and Division Manager, Research and Development Division Jan. 2025      Director; Senior Managing Executive Officer; Division Manager, Marketing Division (to the present)	51,124 shares
	Attendance at the meetings of the Board of Directors 14 out of 14 (100%)		
<p><b>Reasons for nomination as candidate for Director</b>  Mr. Kosuke Doi has held important positions in the Group, serving in such roles as President of a U.S. subsidiary, Division Manager of the New Business Development Division, Division Manager of the Marketing Division, and Division Manager of the Research and Development Division. Owing to this experience, he is well versed in not only the Company's existing business areas but also in new business areas. He is well acquainted with the Company's business characteristics and customers, and possesses the necessary and sufficient knowledge of such matters as important decision-making by the Board of Directors and supervision of duties executed by other Directors. Thus, since the Company judges that Mr. Kosuke Doi can be expected to continue contributing to the management of the Company, it requests his election as a Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibility at the Company, and significant concurrent positions	Number of shares of the Company held
3	<p style="text-align: center;">Hirotaka Yamamoto (January 14, 1970, 56 years old) [Re-election]</p>	<p>Apr. 1992      Joined the Company</p> <p>Feb. 2013      Plant General Manager of TOK ADVANCED MATERIALS CO., LTD.</p> <p>Mar. 2019      Deputy Division Manager, Corporate Planning Division of the Company</p> <p>Mar. 2020      Executive Officer; Division Manager, Corporate Planning Division</p> <p>Mar. 2023      Director; Executive Officer; Division Manager, Manufacturing Division</p> <p>Mar. 2025      Director; Managing Executive Officer; Division Manager, Manufacturing Division (to the present)</p>	29,061 shares
	<p style="text-align: center;">Attendance at the meetings of the Board of Directors 14 out of 14 (100%)</p>		
<p><b>Reasons for nomination as candidate for Director</b></p> <p>Mr. Hirotaka Yamamoto has held important positions in the Group, serving in such roles as representative at a U.S. subsidiary and Plant General Manager of the Korean subsidiary before assuming the positions of Division Manager of the Corporate Planning Division and Division Manager of the Manufacturing Division, and worked as a person responsible for the development of the Group's Medium- to Long-Term Management Plan. Owing to this experience, he is well acquainted with the Company's business strategy and business characteristics and possesses necessary and sufficient knowledge of such matters as important decision-making by the Board of Directors and supervision of duties executed by other Directors. Thus, since the Company judges that Mr. Hirotaka Yamamoto can be expected to continue contributing to the management of the Company, it requests his election as a Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibility at the Company, and significant concurrent positions	Number of shares of the Company held
4	Katsumi Ohmori (October 8, 1967, 58 years old) [Re-election]	Apr. 1991      Joined the Company June 2012      General Manager, Next-Generation Material Development Department June 2016      Deputy Division Manager, Research and Development Division Mar. 2020      Vice President and General Manager of Research Laboratory of TOK ADVANCED MATERIALS CO., LTD. Mar. 2021      Executive Officer; Deputy Division Manager, Research and Development Division of the Company Jan. 2025      Executive Officer; Division Manager, Research and Development Division Mar. 2025      Director; Executive Officer; Division Manager, Research and Development Division (to the present)	17,008 shares
	Attendance at the meetings of the Board of Directors 11 out of 11 (100%)		
<p><b>Reasons for nomination as candidate for Director</b> Mr. Katsumi Ohmori has held important positions in the Group, serving in such roles as representative at a U.S. subsidiary, person responsible for product development, and Vice President and General Manager of Research Laboratory of the Korean subsidiary before assuming the position of Division Manager of the Research and Development Division. Owing to this experience, he is well acquainted with the Company's business characteristics and customers, possessing necessary and sufficient knowledge of such matters as important decision-making by the Board of Directors and supervision of duties executed by other Directors. Thus, since the Company judges that Mr. Katsumi Ohmori can be expected to continue contributing to the management of the Company, it requests his election as a Director.</p>			
5	Shogo Ishihara (August 12, 1967, 58 years old) [New election]	Apr. 1991      Joined the Company Jan. 2019      General Manager, Equipment Marketing Department Mar. 2023      Division Manager of Semiconductor Process Equipment Division and General Manager of Equipment Marketing Department of AIMECHATEC, Ltd. (on secondment) Mar. 2025      Deputy Division Manager, Human Capital Division of the Company July 2025      Executive Officer; Division Manager, Human Capital Division (to the present)	13,638 shares
	Attendance at the meetings of the Board of Directors Not applicable		
<p><b>Reasons for nomination as candidate for Director</b> Mr. Shogo Ishihara has held important positions inside and outside the Group, serving in such roles as representative at a Taiwanese subsidiary and Division Manager of the Semiconductor Process Equipment Division of AIMECHATEC, Ltd. on secondment from the Company, before assuming the position of Division Manager of the Human Capital Division of the Company, and is well versed in personnel and labor management. Owing to this experience, he possesses necessary and sufficient knowledge of such matters as important decision-making by the Board of Directors and supervision of duties executed by other Directors. Thus, since the Company judges that Mr. Shogo Ishihara can be expected to contribute to the management of the Company, it newly requests his election as a Director.</p>			

No.	Name (Date of birth)	Career summary, position and responsibility at the Company, and significant concurrent positions	Number of shares of the Company held
6	<p data-bbox="279 857 592 1014">Hisashi Ando (February 7, 1955, 71 years old) [Re-election] [Outside Director] [Independent Officer]</p> <p data-bbox="279 1646 592 1736">Attendance at the meetings of the Board of Directors 14 out of 14 (100%)</p>	<p data-bbox="614 235 1236 302">Apr. 1979      Joined Sony Chemicals Corporation (currently Dexerials Corporation)</p> <p data-bbox="614 302 1236 392">Oct. 2006      Corporate Executive; Kanuma Plant Manager of Sony Chemical &amp; Information Device Corporation (currently Dexerials Corporation)</p> <p data-bbox="614 392 1236 481">Dec. 2007      Executive Officer; Kanuma Plant Manager of Sony Chemical &amp; Information Device Corporation</p> <p data-bbox="614 481 1236 548">Apr. 2010      Director; Kanuma Plant Manager of Sony Chemical &amp; Information Device Corporation</p> <p data-bbox="614 548 1236 683">Sept. 2012      Director and Executive Officer; Senior General Manager, Research &amp; Development Division; Kanuma Plant Manager of Dexerials Corporation</p> <p data-bbox="614 683 1236 817">Apr. 2014      Director and Senior Executive Officer; Senior General Manager, Research &amp; Development Division; Procurement, New Business Planning &amp; Promotion of Dexerials Corporation</p> <p data-bbox="614 817 1236 952">Apr. 2016      Director and Managing Executive Officer; Officer in charge of Manufacturing &amp; Technology; Corporate R&amp;D Division Head of Dexerials Corporation</p> <p data-bbox="614 952 1236 1041">June 2016      Representative Director and Senior Managing Executive Officer; Corporate R&amp;D Division Head of Dexerials Corporation</p> <p data-bbox="614 1041 1236 1108">Jan. 2019      Representative Director and Senior Managing Executive Officer of Dexerials Corporation</p> <p data-bbox="614 1108 1236 1176">June 2019      Director and Managing Executive Officer; Lieutenant President of Dexerials Corporation</p> <p data-bbox="614 1176 1236 1265">Mar. 2020      Director and Managing Executive Officer; Lieutenant President of Dexerials Corporation; President of Dexerials America Corporation</p> <p data-bbox="614 1265 1236 1310">June 2020      Technical Advisor of Dexerials Corporation</p> <p data-bbox="614 1310 1236 1355">Mar. 2022      Outside Director of the Company</p> <p data-bbox="614 1355 1236 1422">Sept. 2022      Outside Director of AeroEdge Co., Ltd. (to the present)</p> <p data-bbox="614 1422 1236 1489">Mar. 2023      Outside Director (Audit and Supervisory Committee Member) of the Company</p> <p data-bbox="614 1489 1236 1556">Mar. 2025      Outside Director (to the present)</p> <p data-bbox="614 1556 1236 1601">(Significant concurrent positions)</p> <p data-bbox="614 1601 1236 1646">Outside Director of AeroEdge Co., Ltd.</p> <p data-bbox="614 1646 1236 1691">(Number of years serving as an Outside Director)</p> <p data-bbox="614 1691 1236 1736">Four years (as of the conclusion of this General Meeting of Shareholders)</p>	3,000 shares
<p data-bbox="279 1742 1225 1774"><b>Reasons for nomination as candidate for Outside Director and overview of the role expected</b></p> <p data-bbox="279 1774 1449 2020">The election of Mr. Hisashi Ando as Outside Director is proposed to request his supervision of the Company's management from an objective and neutral point of view based on his abundant experience and considerable insight gained from serving as an executive of a listed company and Outside Director (Audit and Supervisory Committee Member) of the Company, as well as his contribution to enhancement of the corporate governance with his advice on the general management of the Company. Moreover, as Mr. Hisashi Ando can be expected to provide a supervisory function for the decision-making process for the nomination of candidates for officers of the Company and officer remuneration, etc. as chairperson of the Nomination and Remuneration Advisory Committee from an objective and neutral point of view, the Company continues to request his election as an Outside Director.</p>			

- Notes:
1. No conflict of interest exists between the Company and any of the candidates.
  2. The Company has entered into a directors and officers liability insurance contract, as provided for in Article 430-3, paragraph (1) of the Companies Act, with an insurance company to provide coverage for damages that insured persons may incur due to liability arising from the execution of their duties or claims related to the pursuit of such liability, and the premiums for the insured persons are fully borne by the Company. However, to ensure that the appropriateness of the execution of duties by the insured persons is not impaired, the insurance policy exempts coverage in cases of losses arising from claims for damages due to performance of an illegal act with full knowledge of its illegality. All candidates for Directors will be included as insured persons under this insurance policy. The Company also plans to renew the insurance policy with the same content at the time of the next renewal.
  3. Mr. Hisashi Ando is a candidate for Outside Director. The Company has designated him as an Independent Officer in accordance with the regulations of the Tokyo Stock Exchange and has notified the exchange accordingly. If his election is approved, the Company plans to maintain his designation as an Independent Officer.
  4. In accordance with the current Articles of Incorporation, the Company is able to enter into liability limitation agreements with Directors (excluding Executive Directors, etc.) that limit the maximum amount of liability provided for in Article 423, paragraph (1) of the Companies Act. The Company has entered into such agreement with Mr. Hisashi Ando. The maximum amount of liability in accordance with the agreement shall be the minimum liability amount stipulated by laws and regulations. If his election is approved, the Company plans to continue such agreement with him.
  5. Attendance at the meetings of the Board of Directors for Mr. Katsumi Ohmori refers to the number of the Board of Directors meetings he attended after his assumption of Director of the Company on March 28, 2025.
  6. In addition to the number of meetings stated in the “Attendance at the meetings of the Board of Directors,” a written resolution was adopted for which a resolution of the Board of Directors meeting was deemed to have been made under Article 370 of the Companies Act and Article 28 of the Company’s Articles of Incorporation.

(Reference) Skills and experience required of Directors of the Company  
(planned as of the conclusion of the 96th Ordinary General Meeting of Shareholders)

Name	Position	Gender	Nomination and Remuneration Advisory Committee	Skills and experience						
				Management experience in other corporate groups	Research & development/Technology/Production	Sales/Marketing	Legal/Compliance/Risk management	Finance/Accounting	Global	Personnel/Labor
Noriaki Taneichi	Representative Director, President	Male	●		●	●			●	
Kosuke Doi	Director	Male			●	●			●	
Hiroataka Yamamoto	Director	Male			●				●	
Katsumi Ohmori	Director	Male			●				●	
Shogo Ishihara	Director	Male		●		●			●	●
Hisashi Ando	Outside Director	Male	●	●	●	●				
Yusuke Narumi	Director (Standing Audit and Supervisory Committee Member)	Male			●	●			●	
Kazuo Ichianagi	Outside Director (Audit and Supervisory Committee Member)	Male	●	●	●	●			●	
Ayako Ikeda	Outside Director (Audit and Supervisory Committee Member)	Female	●	●			●		●	
Isao Nakajima	Outside Director (Audit and Supervisory Committee Member)	Male	●	●		●	●	●		●

Note: The above list does not represent all of the skills and experience possessed by the candidates for Director.

(Reference) Criteria for the independence of outside officers

The Company has prescribed criteria for the independence of outside officers, and an outside officer who does not fall under any of the following is deemed to be independent:

- a. A person who executes the business of the Company or one of its consolidated subsidiaries (hereinafter referred to as “the Group”), or a person who executed the business of the Group during the ten years before taking up the position.
- b. An entity whom the Group is a key customer of (\*1) or a person who executes the business of that entity.
- c. A key customer of the Group (\*2) or a person who executes the business of that customer.
- d. A key lender of the Group (\*3) or a person who executes the business of that lender.
- e. A consultant, accounting expert, or legal expert who receives a considerable amount of money and other assets (\*4) that are not officer compensation from the Group (if a corporation, association, or similar entity, a member of that entity).
- f. A party who fell under any of the above b.–e. within the past three years.
- g. A party who has received an average of ¥3 million or more annually in donations from the Group over the past three years.
- h. A major shareholder (\*5) of the Group or a person who executes the business of that shareholder.
- i. A person who executes the business of another company that has a reciprocal outside officer employment relationship (\*6).
- j. A party whose spouse or family member within the second degree of kinship falls under any of a.–i.
- k. Regardless of the stipulations of the preceding items, parties for whom a conflict of interest with the Company could arise.

Note 1. “Entity whom the Group is a key customer of” refers to a vendor who supplies the Group with products, services, etc., the value of which averages ¥10 million or more annually over the past three years and exceeds 2% of the vendor’s annual consolidated sales for the most recent fiscal year.

Note 2. “Key customer of the Group” refers to a customer to whom the Group supplies products, services, etc., the value of which averages ¥10 million or more annually over the past three years and exceeds 2% of the Group’s annual consolidated sales for the most recent fiscal year.

Note 3. “Key lender of the Group” refers to a financial institution whose loans are equivalent to 2% or more of the Group’s consolidated total assets.

Note 4. “Considerable amount of money and other assets” refers to assets with an economic value that averages ¥10 million or more annually over the past three years and exceeds 2% of annual consolidated sales for the consultant, accounting expert, or legal expert in the most recent fiscal year (if a corporation, association, or similar entity receives these assets, assets with an economic value that averages ¥10 million or more annually over the past three years and exceeds 2% of the entity’s annual consolidated sales in the most recent fiscal year).

Note 5. “Major shareholder” refers to a shareholder who holds 10% or more of voting rights.

Note 6. “Reciprocal outside officer employment relationship” refers to a relationship in which a person who executes the business of the Group serves as an outside officer of another company, and a person who executes the business of that other company serves as an outside officer of the Company.