

Securities Code: 5715

June 5, 2025

(Date of commencement of measures for electronic provision: May 30, 2025)

To our shareholders:

Minoru Nakatogawa  
President & Representative Director  
**Furukawa Co., Ltd.**  
6-4, Otemachi 2-chome, Chiyoda-ku, Tokyo

### **Notice of the 158th Annual Shareholders' Meeting**

The 158th Annual Shareholders' Meeting of Furukawa Co., Ltd. (the "Company") will be held as indicated below. In convening this Annual Shareholders' Meeting, the Company takes measures for electronic provision, and posts this on each of the following websites as "Notice of the 158th Annual Shareholders' Meeting."

The Company's website (in Japanese): [https://www.furukawakk.co.jp/ir/stock/meeting\\_info.html](https://www.furukawakk.co.jp/ir/stock/meeting_info.html)

The following website is also available.

Tokyo Stock Exchange (TSE) website (in Japanese):

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

Access the TSE website by using the Internet address shown above, enter "Furukawa" in "Issue name (company name)" or the Company's securities code "5715" in "Code," and click "Search." Then, click "Basic information" and select "Documents for public inspection/PR information."

If you do not attend the Meeting, we kindly request that you exercise your voting rights after reviewing the Reference Documents for Shareholders' Meeting posted on the matters subject to measures for electronic provision, either by returning the enclosed voting form indicating approval or disapproval or by electronic means (via the Internet, etc.) to reach us **no later than 5:00 p.m. on Thursday, June 26, 2025 (JST)**.

**1. Date and Time:** Friday, June 27, 2025, at 10:00 a.m. (JST) (Reception starts at 9:00 a.m.)

**2. Venue:** 11th floor, Company's Conference Room, Tokiwabashi Tower  
6-4, Otemachi 2-chome, Chiyoda-ku, Tokyo

### **3. Purpose of the Meeting**

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

1. Business Report, Consolidated Financial Statements and the results of audits of the Consolidated Financial Statements by the Accounting Auditors and the Audit & Supervisory Board for the 158th fiscal year (from April 1, 2024 to March 31, 2025)
2. Non-Consolidated Financial Statements for the 158th fiscal year (from April 1, 2024 to March 31, 2025)

#### **Matters to be resolved:**

- |                       |   |
|-----------------------|---|
| <b>Proposal No. 1</b> | Appropriation of Surplus  |
| <b>Proposal No. 2</b> | Election of Nine (9) Directors                                  |
| <b>Proposal No. 3</b> | Election of One (1) Audit & Supervisory Board Member            |
| <b>Proposal No. 4</b> | Election of One (1) Substitute Audit & Supervisory Board Member |

## Notice

- In accordance with the provision of laws and regulations, and Article 14 of the Articles of Incorporation, of matters for which measures for electronic provision are to be taken, those listed below shall not be stated in the documents delivered to shareholders.

1. **“Systems to ensure appropriateness of operations” and “Overview of the status of the systems to ensure appropriateness of operations” in the Business Report**
2. **“Consolidated Statement of Changes in Net Assets” and “Notes to Consolidated Financial Statements”**
3. **“Non-consolidated Statement of Changes in Net Assets” and “Notes to Non-consolidated Financial Statements”**

The matters are part of the documents included in the scope of audits by the Audit & Supervisory Board Members and the Accounting Auditors when they create their respective audit reports.

- If revisions to the matters subject to measures for electronic provision arise, the details of the revisions will be posted on the following Company’s website and the Tokyo Stock Exchange (TSE) website.

The Company’s website (in Japanese): [https://www.furukawakk.co.jp/ir/stock/meeting\\_info.html](https://www.furukawakk.co.jp/ir/stock/meeting_info.html)

English language site is also available at the following address.

[https://www.furukawakk.co.jp/en/ir/stock/meeting\\_info.html](https://www.furukawakk.co.jp/en/ir/stock/meeting_info.html)

TSE website (in Japanese):

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

## Information about questions in advance

The Company accepts questions related to the matters to be reported and matters to be resolved at this Shareholders’ Meeting in advance.

Please access the submission form from the URL below and enter the required information.

<https://www.furukawakk.co.jp/furukawakk-sokai/>

## Deadline for entry: Friday, June 13, 2025

- Your shareholder number will be required. Please check it on your voting form.
- The Company plans to answer questions expected to be of significant interest to shareholders at the Shareholders’ Meeting.
- Please note that the Company is unable to provide answers to individual questions.

## **How to Exercise Voting Rights:**

### **1. If you attend the Meeting**

Date and Time of the Meeting: Friday, June 27, 2025, at 10:00 a.m. (JST) (Reception starts at 9:00 a.m.)

- Please submit the voting form to the receptionist at the venue. (Seals are not required.)
- If you exercise your voting rights by proxy, you can delegate your voting rights to one (1) proxy who is a shareholder of the Company with voting rights. In such case, please have the proxy submit a document evidencing the authority of proxy to the receptionist at the venue.
- Please note that gifts will not be provided to shareholders who attend the Meeting.

### **2. If you do not attend the Meeting**

- If you wish to exercise your voting rights by mail:

Voting deadline: Please ensure that it reaches us by 5:00 p.m. on June 26, 2025 (Thursday).

Please indicate approval or disapproval on the enclosed voting form, and post it without affixing a stamp.

If you do not indicate for or against each of the items on the Voting Rights Exercise Form in exercising your voting rights in writing, the Company will deem that you indicated your approval for the proposal.

- If you wish to exercise your voting rights via the Internet:

Voting deadline: Please ensure that you exercise your voting rights by 5:00 p.m. on June 26, 2025 (Thursday).

How to enter your login ID and password

Please access the voting website from your PC or smartphone, enter the voting code and password indicated on the enclosed voting form, and then follow the instructions on the screen for indicating approval or disapproval.

<https://www.web54.net>

If your vote is cast both in writing and via the Internet, etc., the one via the Internet, etc. shall be deemed as the valid execution of your voting right. If you have cast your vote multiple times via the Internet, etc., the final vote cast shall prevail.

### **3. Electronic voting platform**

Shareholders who have an account with a trust bank, etc. (include standing proxies) may use, in addition to voting via the Internet, the electronic voting platform operated by ICJ, Inc. to exercise voting rights at the Shareholders' Meeting by applying in advance to use the platform.

## [Reference] Key Points of the Proposals

### Proposal No. 1 Appropriation of Surplus

The Company proposes the year-end dividends of ¥40.00 per share.

The year-end dividends include a commemorative dividend of ¥10.00 per share to celebrate the 150th anniversary of the Company's founding.

As the Company paid interim dividends of ¥30.00 per share, the annual dividends for the current fiscal year will be ¥70.00 per share.

### Proposal No. 2 Election of Nine (9) Directors

The Company proposes the election of following nine (9) Directors.

Candidate No.		Name	Gender		Position in the Company
1	Reelection	Naohisa Miyakawa	Male		Chairman & Representative Director
2	Reelection	Minoru Nakatogawa	Male		President & Representative Director
3	Reelection	Masahiro Ogino	Male		Director, Deputy President & Executive Officer
4	Reelection	Tatsuki Nazuka	Male		Director and Managing Executive Officer
5	Reelection	Koichiro Konno	Male		Director and Senior Executive Officer
6	New election	Kazuyoshi Iwama	Male		Executive Officer
7	Reelection	Yoichi Mukae	Male	Outside Independent	Director
8	Reelection	Kazumi Nishino	Female	Outside Independent	Director
9	Reelection	Hiroaki Nakamura	Male	Outside Independent	Director

### Proposal No. 3 Election of One (1) Audit & Supervisory Board Member

The Company proposes the election of following one (1) Audit & Supervisory Board Member.

	Name	Gender	Position in the Company
New election	Hiroyuki Sakai	Male	Director and Managing Executive Officer

### Proposal No. 4 Election of One (1) Substitute Audit & Supervisory Board Member

The Company proposes the election of following one (1) substitute Audit & Supervisory Board Member.

Name	Gender	Position in the Company
Ayako Tsuru	Female	Outside Independent —

## Reference Documents for Shareholders' Meeting

### Proposal No. 1 Appropriation of Surplus

The Company proposes the following appropriation of retained earnings.

#### Year-end dividends

The Company shall seek to distribute stable and sustainable profits to shareholders in principle, while putting priority on investments to realize sustainable growth and medium- to long-term corporate value enhancement of the Company.

Taking into account such factors as the Company's business results for the current fiscal year and future business development and the payment of a commemorative dividend to celebrate the 150th anniversary of its founding, the Company proposes to appropriate retained earnings in the form of year-end dividends for the 158th fiscal year as follows.

1. Type of dividend property

Cash

2. Allotment of dividend property and their aggregate amount

¥40.00 per common share of the Company (consisting of ordinary dividends of ¥30.00 and a commemorative dividend of ¥10.00)

Total dividends: ¥1,415,589,720

As the Company paid interim dividends of ¥30.00 per common share of the Company, the annual dividends for the current fiscal year will be ¥70.00 per common share of the Company.

3. Effective date of dividends of surplus

June 30, 2025

**Proposal No. 2** Election of Nine (9) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this Meeting. Therefore, we propose the election of nine (9) Directors. Out of the nine (9) candidates for Directors, three (3) are Outside Directors, each of whom satisfies “the requirements for the independence of Outside Directors / Outside Audit & Supervisory Board Members” as stipulated by the Company.

The candidates for Directors are as follows:

- (Notes)
1. If the above proposal is approved at this Meeting, the Company will appoint Minoru Nakatogawa as President & Representative Director of the Company at the Board of Directors meeting scheduled after the conclusion of this Meeting.
  2. Yoichi Mukae, Kazumi Nishino, and Hiroaki Nakamura are candidates for Outside Directors. The Company registered each candidate with the Tokyo Stock Exchange as Independent Directors / Auditors stipulated by the Tokyo Stock Exchange. If the reelection of each candidate is approved, the Company will continue the registration of them as Independent Directors.
  3. The Company has entered into an agreement with Yoichi Mukae, Kazumi Nishino and Hiroaki Nakamura to limit their liability for damages as specified in Article 423, paragraph 1 of the Companies Act in accordance with the provision of Article 427, paragraph 1 of the same law. The liability for damages based on the said agreement shall be limited to the higher of either five (5) million yen or the minimum liability amount prescribed by the applicable law. If the reelection of each candidate is approved, the Company plans to continue the said agreement with each candidate.
  4. The Company has entered into directors and officers liability insurance with an insurance firm based on the provisions of Article 430-3, paragraph 1 of the Companies Act. In case that a shareholder or a third party demands compensation for damage, the Company will use this insurance to cover the damage, such as compensation for damage, litigation costs and other expenses that the insured may be liable for (however, excluding damage, etc. resulting from criminal or intentional non-compliant acts). In the event that each candidate is elected and assumes the office of Director, they will become the insured of this insurance policy. The Company plans to renew the insurance with the same terms and conditions when the time of renewal comes.

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
1	Naohisa Miyakawa (March 25, 1952) (73 years old)  Reelection	Apr. 1975	Joined the Company	57,930 shares *As of March 31, 2025
		June 2003	General Manager, Human Resources Department	
		Mar. 2005	General Manager, Human Resources & General Affairs Department	
		June 2007	Executive Officer, General Manager, Human Resources & General Affairs Department, and General Manager, Secretary Department	
		June 2009	Executive Officer of the Company President & Representative Director of Furukawa Denshi Co., Ltd. (till June 2013)	
		June 2011	Director and Senior Executive Officer of the Company	
		June 2013	President & Representative Director	
		June 2021	Chairman & Representative Director (current position)	
	Nov. 2022	Representative Director of Furukawa Ichibei Commemorative Center, General Incorporated Association (current position)		
	Responsibility in the Company —			
Significant concurrent positions outside the Company Representative Director of Furukawa Ichibei Commemorative Center, General Incorporated Association				
Tenure as Director: 14 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 17/17 (100%)				
Reasons for nomination as a candidate for Director Serving as President & Representative Director of the Company for eight (8) years since June 2013, Naohisa Miyakawa formulated the Vision for 2025 “FURUKAWA Power & Passion 150” and promoted management reforms, thereby demonstrating strong leadership. After taking office as Chairman & Representative Director of the Company, he is in charge of the management of the Company based on his extensive experience and insight, etc. We propose his reelection as Director because we believe it is necessary to continue applying his experience and knowledge to the management of the Company to enhance the corporate value and achieve sustainable growth.				
Other special notes to the candidate for Director <ul style="list-style-type: none"><li>Naohisa Miyakawa is the Representative Director of Furukawa Ichibei Commemorative Center, General Incorporated Association. The Company is a member of Furukawa Ichibei Commemorative Center, General Incorporated Association, and contributes funds to it. In addition, the Company and Furukawa Ichibei Commemorative Center, General Incorporated Association have a transactional relationship concerning land leasing.</li><li>The described number of shares held by Naohisa Miyakawa includes shares he holds under the Company's Officer Stock Holding Association.</li></ul>				

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
2	Minoru Nakatogawa (August 21, 1959) (65 years old)  Reelection	Apr. 1983	Joined the Company	26,276 shares *As of March 31, 2025
		June 2011	Director of Furukawa UNIC Corporation	
		June 2016	Managing Director of Furukawa UNIC Corporation (till Oct. 2016)	
		Oct. 2016	General Manager in charge of HR Strategy, Human Resources & General Affairs Department	
		June 2017	Executive Officer of the Company Executive Vice President & Director of Furukawa UNIC Corporation (In charge of Promotion of Mid-term Business Plan)	
		June 2018	Executive Officer of the Company President & Representative Director of Furukawa UNIC Corporation (till June 2021)	
		June 2019	Director and Senior Executive Officer	
2	June 2020			Director and Managing Executive Officer
	June 2021			President & Representative Director (current position)
	Responsibility in the Company Management of overall operations			
	Significant concurrent positions outside the Company Not applicable			
	Tenure as Director: 6 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 17/17 (100%)			
2	Reasons for nomination as a candidate for Director Minoru Nakatogawa has many years of experience in legal affairs and public & investor relations work, and served as President & Representative Director of Furukawa UNIC Corporation. Since June 2021, he has been in charge of the management of the Company as President & Representative Director of the Company, vigorously promoting a review of its business portfolio and concentrating management resources on the Machinery Business, which the Company positions as its core business, to drive the execution of the Company's growth strategy while demonstrating strong leadership. We propose his reelection as Director because we believe it is necessary to continue applying his extensive experience and leadership to the management of the Company in order for the Company to become a corporate group that leverages its reputation for category leadership and uniqueness to deliver growth.			
	Other special notes to the candidate for Director <ul style="list-style-type: none"> <li>There is no special interest between Minoru Nakatogawa and the Company.</li> <li>The described number of shares held by Minoru Nakatogawa includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>			



Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
3	Masahiro Ogino (September 4, 1958) (66 years old)  Reelection	Apr. 1982	Joined the Company	23,853 shares *As of March 31, 2025
		Mar. 2005	Director of Furukawa Metals & Resources Co., Ltd. (till June 2009)	
		Jan. 2012	General Manager, Financial Department	
		June 2013	President & Representative Director of Furukawa Metals & Resources Co., Ltd. (till June 2017)	
		June 2015	Executive Officer	
		June 2017	Director, Senior Executive Officer, and General Manager, Corporate Planning Department	
		June 2019	Director, Managing Executive Officer, and General Manager, Corporate Planning Department	
		June 2021	Senior Managing Director and Senior Managing Executive Officer of the Company President & Representative Director of Furukawa Rock Drill Co., Ltd. (till June 2023)	
	June 2023	Director, Deputy President & Executive Officer (current position)		
	Responsibility in the Company Assistant to President, Industrial Machinery Segment, Rock Drill Machinery Segment, UNIC Machinery Segment, Purchasing Department			
Significant concurrent positions outside the Company Not applicable				
Tenure as Director: 8 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 17/17 (100%)				
Reasons for nomination as a candidate for Director Masahiro Ogino has extensive experience and a track record in the Materials Business and was also involved in the management strategy of the entire Group as General Manager of the Corporate Planning Department, thereby contributing to strengthening the management structure. He has demonstrated his leadership cultivated in the management of Group Companies and has led the Machinery Business, which the Company positions as its core business, as Director in charge. We propose his reelection as Director because we believe it is necessary to continue applying his extensive experience and execution capabilities to the management of the Company to enhance the corporate value and achieve sustainable growth.				
Other special notes to the candidate for Director <ul style="list-style-type: none"><li>There is no special interest between Masahiro Ogino and the Company.</li><li>The described number of shares held by Masahiro Ogino includes shares he holds under the Company's Officer Stock Holding Association.</li></ul>				

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
4	Tatsuki Nazuka (May 10, 1958) (67 years old)  Reelection	Apr. 1981	Joined the Company	16,247 shares *As of March 31, 2025
		June 2009	Director of Furukawa Industrial Machinery Systems Co., Ltd. (till June 2015)	
		June 2015	Executive Officer, Deputy General Manager, Development Division, and General Manager, Tsukuba Development Center	
		June 2017	Executive Officer and General Manager, Development Division, and General Manager, Tsukuba Development Center	
		Oct. 2017	Executive Officer and General Manager, Technology Division	
		July 2018	Executive Officer, General Manager, Technology Division, and General Manager, Technological Strategy Department	
		June 2019	Director and Senior Executive Officer, and General Manager, Technology Division	
		Oct. 2020	Director and Senior Executive Officer, General Manager, Technology Division, and General Manager, Quality Assurance Management Department	
		June 2022	Director and Managing Executive Officer, and General Manager, Technology Division	
	June 2023	Director and Managing Executive Officer (current position)		
Responsibility in the Company Electronics Segment, Chemicals Segment, Technology Division				
Significant concurrent positions outside the Company Not applicable				
Tenure as Director: 6 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 17/17 (100%)				
Reasons for nomination as a candidate for Director Tatsuki Nazuka has been working in the Technology Division for many years, possessing expert knowledge and a track record concerning engineering and development. In addition to leading the improvement of technological strategy and technological development in the Company and the Group Companies, he has led the Materials Business as Director of the Company, thereby contributing to enhancing the corporate value. We propose his reelection as Director because we believe it is necessary to continue applying his highly specialized knowledge and experience to the management of the Company to enhance the corporate value and achieve sustainable growth.				
Other special notes to the candidate for Director <ul style="list-style-type: none"><li>There is no special interest between Tatsuki Nazuka and the Company.</li><li>The described number of shares held by Tatsuki Nazuka includes shares he holds under the Company's Officer Stock Holding Association.</li></ul>				

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
5	Koichiro Konno (January 13, 1963) (62 years old)	Apr. 1985	Joined the Company	5,568 shares *As of March 31, 2025
		June 2017	General Manager, Financial Department	
		June 2021	Executive Officer, General Manager, Financial Department	
		June 2022	Executive Officer, General Manager, Corporate Planning Department	
	Reelection	June 2023	Director and Senior Executive Officer, General Manager, Corporate Planning Department (current position)	
	Responsibility in the Company Corporate Planning Department, Sustainability Promotion Department, Accounting Department, Financial Department			
	Significant concurrent positions outside the Company Not applicable			
	Tenure as Director: 2 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 17/17 (100%)			
	Reasons for nomination as a candidate for Director Since joining the Company, Koichiro Konno has gained extensive knowledge and experience in finance and accounting through serving in Accounting and Financial Departments for many years. After assuming the post of General Manager of the Corporate Planning Department in June 2022, he has been involved in management strategies of the Group as a whole, helping to strengthen its management capacity. Furthermore, since assuming office as Director of the Company in June 2023, he has been leading efforts to strengthen and expand the company-wide risk management system, including sustainability initiatives, as Director in charge. We propose his reelection as Director because we believe it is necessary to continue applying his extensive experience and execution capabilities to the management of the Company to promote its growth strategy and enhance the corporate value.			
	Other special notes to the candidate for Director <ul style="list-style-type: none"> <li>There is no special interest between Koichiro Konno and the Company.</li> <li>The described number of shares held by Koichiro Konno includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>			

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
6	Kazuyoshi Iwama (August 29, 1962) (62 years old)  New election	Apr. 1985	Joined the Company	4,805 shares *As of March 31, 2025
		June 2012	Director of Furukawa Metals & Resources Co., Ltd.	
		June 2017	Managing Director of Furukawa Metals & Resources Co., Ltd. (till June 2019)	
		June 2019	President & Representative Director of FURUKAWA CHEMICALS CO., LTD. (till June 2022)	
		June 2021	Executive Officer (current position)	
		June 2022	President and Representative Director of Furukawa Industrial Machinery Systems Co., Ltd. (current position)	
	Responsibility in the Company —			
Significant concurrent positions outside the Company President and Representative Director of Furukawa Industrial Machinery Systems Co., Ltd.				
Tenure as Director: — Attendance at the Board of Directors meetings: —				
Reasons for nomination as a candidate for Director Kazuyoshi Iwama worked in Human Resources Division for many years and has extensive experience in HR and HR development operations. In addition, he has held key positions in the Group companies. In particular, he served as President & Representative Director of FURUKAWA CHEMICALS CO., LTD. from June 2019 and President and Representative Director of Furukawa Industrial Machinery Systems Co., Ltd. from June 2022, driving the core business of the Group. We propose his election as Director because we believe it is necessary to apply his extensive experience and execution capabilities to the management of the Company to enhance the corporate value and achieve sustainable growth.				
Other special notes to the candidate for Director <ul style="list-style-type: none"><li>There is no special interest between Kazuyoshi Iwama and the Company.</li><li>The described number of shares held by Kazuyoshi Iwama includes shares he holds under the Company's Officer Stock Holding Association.</li></ul>				

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
7	Yoichi Mukae (August 9, 1951) (73 years old)  Reelection Outside Independent	Apr. 1975	Joined Ministry of International Trade and Industry (current Ministry of Economy, Trade and Industry)	14,567 shares *As of March 31, 2025
		June 2004	Director-General for Commerce and Distribution Policy, Minister's Secretariat of Ministry of Economy, Trade and Industry (till July 2006)	
		Aug. 2006	Managing Director of The Shoko Chukin Bank, Ltd. (till July 2008)	
		Aug. 2008	Advisor of The Kansai Electric Power Company, Incorporated	
		June 2009	Managing Director of The Kansai Electric Power Company, Incorporated	
		June 2013	Director, Managing Executive Officer of The Kansai Electric Power Company, Incorporated (till June 2015)	
		June 2015	President & Representative Director of The Kanden L&A Company, Limited President & Representative Director of KANDEN EL AUTO SYSTEM Co., Ltd. (till June 2020)	
		June 2019	Director of the Company (current position)	
		June 2020	Senior Advisor of The Kanden L&A Company, Limited (till June 2021) President of GS1 Japan (till June 2024) Representative Director of Research Institute of Economy, Trade and Industry (till Mar. 2024)	
		Significant concurrent positions outside the Company Not applicable		
Tenure as Outside Director: 6 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 17/17 (100%)				
Reasons for nomination as a candidate for Outside Director and expected role Yoichi Mukae has wide range of experience and knowledge after assuming a series of key positions in the Ministry of Economy, Trade and Industry and after retiring from governmental offices, being involved in the management of private companies. Additionally, he is a man of character and good judgement, and he has provided useful advice on the management of the Company and appropriate supervision over business execution from an objective perspective that is also independent from the management. Therefore, we propose his reelection as Outside Director because we believe he will be able to continue providing useful advice on and appropriate supervision over the management of the Company.				
Other special notes to the candidate for Outside Director <ul style="list-style-type: none"><li>There is no special interest between Yoichi Mukae and the Company.</li><li>The described number of shares held by Yoichi Mukae includes shares he holds under the Company's Officer Stock Holding Association.</li></ul>				

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
8	Kazumi Nishino (June 9, 1968) (56 years old)  Reelection Outside Independent	Apr. 1992	Joined Fuji Photo Film Co., Ltd. (current FUJIFILM Holdings Corporation) (till Mar. 1996)	9,682 shares *As of March 31, 2025
		Apr. 2006	Associate Professor, Department of Management of Science & Technology, Graduate School of Management of Science & Technology (current Department of Management of Technology, Graduate School of Management) of Tokyo University of Science (till Mar. 2017)	
		Apr. 2017	Associate Professor, Graduate School of Commerce and Management of Hitotsubashi University	
		June 2019	Associate Professor, Graduate School of Business Administration of Hitotsubashi University Outside Director of Orient Corporation (current position)	
		Dec. 2019	Director of the Company (current position) External Board Director of MiRTeL Co., Ltd. (till Dec. 2021)	
		Apr. 2022	Professor, Graduate School of Business Administration of Hitotsubashi University (current position)	
		June 2022	External Director of Makino Milling Machine Co., Ltd. (till June 2024)	
		Sept. 2024	Vice President, Hitotsubashi University (current position)	
Significant concurrent positions outside the Company Vice President, Hitotsubashi University Professor, Graduate School of Business Administration of Hitotsubashi University Outside Director of Orient Corporation				
Tenure as Outside Director: 6 years (at the conclusion of this Meeting) Attendance at the Board of Directors meetings: 15/17 (88%)				
Reasons for nomination as a candidate for Outside Director and expected role Kazumi Nishino is a Professor at the Graduate School of Hitotsubashi University, and her fields of study center on theory of management strategy. She has expert knowledge of and practical study accomplishments in business model analysis, the logics of new business creation and product development management in particular. Based on this, she has provided useful advice on the management of the Company and appropriate supervision over business execution from objective, professional, and diverse perspectives that are also independent from the management. We propose her reelection as Outside Director because we believe she will be able to continue providing useful advice on and appropriate supervision over the management of the Company. Although she does not have direct experience in corporate management, she is deemed capable of appropriately performing her duties as Outside Director on the aforementioned grounds.				
Other special notes to the candidate for Outside Director <ul style="list-style-type: none"> <li>There is no special interest between Kazumi Nishino and the Company.</li> <li>The described number of shares held by Kazumi Nishino includes shares she holds under the Company's Officer Stock Holding Association.</li> </ul>				

Candidate No.	Name (Date of birth)	Career summary and position and responsibility in the Company		Number of the Company's shares owned
9	Hiroaki Nakamura (February 4, 1955) (70 years old)  Reelection Outside Independent	Apr. 1979	Joined TOKYO ROPE MFG. CO., LTD.	— shares  *As of March 31, 2025
		Jul. 2006	President of Tokyo Rope Vietnam Co., Ltd.	
		June 2011	Executive Officer of TOKYO ROPE MFG. CO., LTD.	
		June 2012	Director and Executive Officer of TOKYO ROPE MFG. CO., LTD.	
		June 2014	President of TOKYO ROPE MFG. CO., LTD.	
		June 2018	Director and Vice Chairman of TOKYO ROPE MFG. CO., LTD.	
		June 2019	Full-time Audit & Supervisory Board Member of TOKYO ROPE MFG. CO., LTD. (till June 2021)	
	June 2024	Director of the Company (current position)		
	Significant concurrent positions outside the Company			
	Not applicable			
Tenure as Outside Director: 1 year (at the conclusion of this Meeting)				
Attendance at the Board of Directors meetings: 14/14 (100%)				
Reasons for nomination as a candidate for Outside Director and expected role Hiroaki Nakamura has engaged in the management of manufacturers for many years, and also has extensive experience in overseas business, including serving as President of a company overseas. We propose his reelection as Outside Director because we believe he will be able to continue to provide useful advice on the management of the Company and appropriate supervision over business execution from an objective perspective that is also independent from the management, leveraging his sufficient track record and extensive knowledge as a manager.				
Other special notes to the candidate for Outside Director ● There is no special interest between Hiroaki Nakamura and the Company.				

**[Reference]: Directors' Expertise and Experience (Skills Matrix)**

If Proposal No. 2 is approved as originally proposed, the Directors' Skills Matrix will be as follows.

Name	Independent	Corporate management	Business strategies/ Marketing/ DX	Technology/ Production/ Quality	Sustainability/ Environment / Safety	Finance/ Accounting	Legal affairs/ Risk management	HR/ HR development	Internationality
Naohisa Miyakawa		●	●		●			●	●
Minoru Nakatogawa		●	●		●		●	●	●
Masahiro Ogino			●		●	●		●	●
Tatsuki Nazuka			●	●	●				
Koichiro Konno			●		●	●	●		
Kazuyoshi Iwama			●		●	●		●	
Yoichi Mukae	★	●					●		●
Kazumi Nishino	★		●	●	●				
Hiroaki Nakamura	★	●	●	●		●			●



**[Reference]: Reasons for selection of each item in the Skills Matrix**

Item	Reasons for selection
Corporate management	In order to contribute to the realization of a sustainable society and enhance the corporate value of the Group over the long term, it is crucial to present a future vision of the Group, demonstrate leadership to guide our officers and employees toward the realization of such vision, and possess the capabilities to control the entire Group and experience engaging in corporate management by leveraging such capabilities.
Business strategies/ Marketing/ DX	It is crucial to possess knowledge and capabilities to formulate strategies to provide products and services that are recognized for their value and to promote business transformation through the promotion of DX, as well as experience driving each business by leveraging such knowledge and capabilities.
Technology/ Production/ Quality	It is crucial to possess broad technical knowledge required to accelerate innovation, knowledge to maintain and improve efficient stable production capacity and quality, and experience engaging in those operations.
Sustainability/ Environment/ Safety	In order to conduct corporate activities that contribute to the realization of a sustainable society, it is crucial to possess knowledge of sustainability, knowledge of environmental impact reduction and safety management, which we have been working on since our founding, and experience engaging in those operations.
Finance/ Accounting	In order to build, maintain, and strengthen the Group's financial base and to realize the optimal allocation of management resources, it is crucial to possess knowledge in the areas of finance and accounting and experience engaging in those operations.
Legal affairs/ Risk management	In order to establish a governance system and strengthen compliance, as well as to manage various risks associated with our business, it is crucial to possess knowledge in the areas of legal affairs and risk management and experience engaging in those operations.
HR/ HR development	In order to secure and develop diverse human resources in addition to realizing a work environment in which officers and employees can demonstrate their capabilities to the maximum extent, it is crucial to possess knowledge in the areas of HR and HR development, and experience engaging in those operations.
Internationality	In order to promote overseas business development as a global company, it is crucial to possess knowledge of international affairs, overseas markets and the cultures of the respective countries, as well as experience engaging in international operations.

**Proposal No. 3** Election of One (1) Audit & Supervisory Board Member

Audit & Supervisory Board Member Kazuo Inoue will resign at the conclusion of this Meeting. Therefore, we propose the election of one (1) Audit & Supervisory Board Member.

Hiroyuki Sakai will be elected as a substitute for Kazuo Inoue, and his term of office will expire at the end of the term of office of the resigning Audit & Supervisory Board Member, as stipulated in the Articles of Incorporation of the Company.

In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidate for Audit & Supervisory Board Member is as follows:

(Note) The Company has entered into directors and officers liability insurance with an insurance firm based on the provisions of Article 430-3, paragraph 1 of the Companies Act. In case that a shareholder or a third party demands compensation for damage, the Company will use this insurance to cover the damage, such as compensation for damage, litigation costs and other expenses that the insured may be liable for (however, excluding damage, etc. resulting from criminal or intentional non-compliant acts). In the event that Hiroyuki Sakai is elected and assumes the office of Audit & Supervisory Board Member, he will become the insured of this insurance policy. The Company plans to renew the insurance with the same terms and conditions when the time of renewal comes.

Name (Date of birth)	Career summary and position in the Company		Number of the Company's shares owned
Hiroyuki Sakai (January 14, 1960) (65 years old)  New election	Apr. 1982 June 2011  June 2013 June 2015 June 2017 June 2019 June 2021 June 2022 June 2023	Joined the Company Director of Furukawa Rock Drill Co., Ltd. (till June 2013) General Manager, Financial Department General Manager, Accounting Department and General Manager, Financial Department Executive Officer and General Manager, Business Process Re-engineering Department Director and Senior Executive Officer, General Manager, Business Process Re-engineering Department Director and Senior Executive Officer, General Manager, Corporate Planning Department Managing Director Director and Managing Executive Officer (current position)	19,552 shares *As of March 31, 2025
Significant concurrent positions outside the Company Not applicable			
Tenure as Audit & Supervisory Board Member: — Attendance at the Audit & Supervisory Board meetings: — Attendance at the Board of Directors meetings: 17/17 (100%) (Attendance as Director)			
Reasons for nomination as a candidate for Audit & Supervisory Board Member Hiroyuki Sakai has been working in Accounting and Financial Departments for many years since joining the Company, and has considerable knowledge of finance and accounting. Furthermore, in addition to his experience as Director of a group company, he has been engaged in the management of the entire Group as Director of the Company since 2019, and has a wealth of experience in overall management. We propose his election as Audit & Supervisory Board Member because we believe he will be able to provide objective and effective audits.			
Other special notes to the candidate for Audit & Supervisory Board Member <ul style="list-style-type: none"> <li>There is no special interest between Hiroyuki Sakai and the Company.</li> <li>The described number of shares held by Hiroyuki Sakai includes shares he holds under the Company's Officer Stock Holding Association.</li> </ul>			

**Proposal No. 4** Election of One (1) Substitute Audit & Supervisory Board Member

In preparation for the case where the number of Audit & Supervisory Board Members falls below the number required by laws and regulations, the Company proposes the election of one (1) substitute Audit & Supervisory Board Member.

In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal.

The candidate for substitute Audit & Supervisory Board Member is as follows:

(Note) The Company has entered into directors and officers liability insurance with an insurance firm based on the provisions of Article 430-3, paragraph 1 of the Companies Act. In case that a shareholder or a third party demands compensation for damage, the Company will use this insurance to cover the damage, such as compensation for damage, litigation costs and other expenses that the insured may be liable for (however, excluding damage, etc. resulting from criminal or intentional non-compliant acts). In the event that Ayako Tsuru assumes the office of Outside Audit & Supervisory Board Member, she will become the insured of this insurance policy. The Company plans to renew the insurance with the same terms and conditions when the time of renewal comes.

Name (Date of birth)	Career summary and position in the Company		Number of the Company's shares owned
Ayako Tsuru (September 15, 1983) (41 years old)  Outside Independent	Dec. 2010 Jan. 2011  Apr. 2014  Nov. 2018  Dec. 2021	Registered as an attorney at law Joined Mori Hamada & Matsumoto (till Mar. 2014) Joined Law Offices of Douglas K. Freeman (current Freeman & Partners) (current position) Outside Audit & Supervisory Board Member, Nhosa K.K. (till May 2023) Member, California State Bar Association	— shares *As of March 31, 2025
Significant concurrent positions outside the Company Attorney at Law, Freeman & Partners			
Reasons for nomination as a candidate for substitute Outside Audit & Supervisory Board Member Ayako Tsuru has expert knowledge and extensive experience as an attorney, and has a track record as an outside auditor at another company. Therefore, we propose her election as substitute Outside Audit & Supervisory Board Member because we believe that she will be able to provide objective and effective audits from a standpoint independent from the Company's management. Although she has not been directly involved in corporate management in any capacity other than serving as an outside officer, she is deemed capable of appropriately performing her duties as Outside Audit & Supervisory Board Member on the aforementioned grounds.			
Other special notes to the candidate for substitute Outside Audit & Supervisory Board Member <ul style="list-style-type: none"> <li>There is no special interest between Ayako Tsuru and the Company.</li> <li>Ayako Tsuru is a candidate for substitute Outside Audit &amp; Supervisory Board Member. She satisfies "the requirements for the independence of Outside Directors / Outside Audit &amp; Supervisory Board Members" as stipulated by the Company. Moreover, she satisfies the requirements for Independent Directors / Auditors as provided for by the Tokyo Stock Exchange. In the event that Ayako Tsuru assumes the office of Audit &amp; Supervisory Board Member, the Company will designate her as an Independent Auditor with such exchange.</li> <li>The Company has entered into an agreement with Outside Audit &amp; Supervisory Board Members to limit their liability for damages as specified in Article 423, paragraph 1 of the Companies Act in accordance with the provision of Article 427, paragraph 1 of the same law. The liability for damages based on the said agreement shall be limited to the higher of either five (5) million yen or the minimum liability amount prescribed by the applicable law. In the event that Ayako Tsuru assumes the office of Outside Audit &amp; Supervisory Board Member, the Company plans to enter into the same agreement with her.</li> <li>Ayako Tsuru's name on the family register is "Ayako Hagiwara."</li> </ul>			