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Securities code: 2163

April 2, 2021

To Our Shareholders:

SEKIGUCHI Sozo

President and CEO

Artner Co., Ltd.

5-2, Nishidaimotsucho, Amagasaki, Hyogo
(Headquarters Sumitomo Nakanoshima Building 2F,
Nakanoshima 3-2-18, Kita-ku, Osaka City)

Notice of Convocation for the 59th Ordinary General Meeting of Shareholders

You are hereby notified that the 59th Ordinary General Meeting of Shareholders (“the Meeting”) of Artner Co., Ltd. (“the Company”) will be held on Thursday, April 22, 2021, as described below.

Ensuring the health and safety of our shareholders is our top priority. To mitigate the risk of contracting or spreading COVID-19, the Company will hold the Meeting with preventive and protective measures in place.

However, we recommend that you exercise your voting rights in writing (by postal mail) or via the Internet in advance and refrain from attending the Meeting in person.

You may exercise your voting rights by either of the following methods. If you wish to exercise your voting rights after examining the attached reference materials for the Meeting, please do so by 5:30 p.m. on Wednesday, April 21, 2021 (JST).

Instructions for exercising voting rights in writing (by postal mail)

Please indicate your approval or disapproval of the proposals in the enclosed form and return it by postal mail by no later than the above-mentioned deadline.

Instructions for exercising voting rights via the Internet

When exercising your voting rights via the Internet, please read the "Guide to Exercising Your Voting Rights via the Internet" and enter your approval or disapproval of the proposals by no later than the above-mentioned deadline.

1. **Time:** Thursday, April 22, 2021 10:00 a.m. (Reception starts at 9:00 a.m.)
2. **Place:** 3-1-1 Umeda, Kita-ku, Osaka Houou no ma (room), 20F, Hotel Granvia Osaka
3. **Purpose of meeting:**
Matters to be reported on:
Business report and financial statements for 59th Period (February 1, 2020, to January 31, 2021)

Proposals:
Item No. 1: Payment of dividends of surplus
Item No. 2: Election of five Directors who are not members of the Audit and Supervisory Committee
Item No. 3: Election of three Directors who are members of the Audit and Supervisory Committee

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If you attend the Meeting in person, please sign and submit the form for exercising voting rights enclosed herewith to the receptionist at the venue.

Any amendments to be made to the reference materials, business report, or financial statements will be posted on the Company's website (<https://www.artner.co.jp>).

#### **Special Notice to Shareholders**

To mitigate the risk of contracting or spreading COVID-19, we will take the following measures for the Meeting. We appreciate your understanding and cooperation.

- There will be fewer seats available at the Meeting than before due to the need to provide sufficient space between seats. Admission to the Meeting may be limited.
- We will check the body temperature of every attending shareholder at the entrance to the meeting venue. An attending shareholder who is found to have a fever or who looks sick may be stopped and asked to refrain from entering.
- Please wear a mask during the Meeting. Hand sanitizer will be available for your convenience at the venue to prevent infection.
- We will run the Meeting smoothly and efficiently to keep it shorter than usual.
- Directors as well as administrative and operational staff will wear masks during the Meeting.

Depending on how the COVID-19 situation will develop by the time of the Meeting, we might change the procedure for the Meeting, including the above-mentioned measures. If significant changes should arise, we will post an update on the Company's website (<https://www.artner.co.jp>). Please check the website before you attend the Meeting.

## Reference Materials for the General Meeting of Shareholders

### Proposals and supplementary information

#### Item No. 1: Payment of dividends of surplus

In consideration of the Company's policy of returning profits to shareholders, the Company proposes to pay a year-end dividend of ¥11.50 per share.

If approved, the annual dividend for the fiscal year ended January 31, 2021 (the 59th Period), will amount to ¥23.00 per share, including the interim dividend of ¥11.50 paid earlier. This will be an increase of ¥2.50 from the fiscal year ended January 31, 2020.

Matters concerning the proposed year-end dividend

(1) Type of assets to be distributed to shareholders

Cash

(2) Matters concerning the allocation of assets to be distributed to shareholders and the total amount thereof

A cash dividend of ¥11.50 per common share of the Company will be paid. The total amount of dividends to be paid will be ¥122,193,756.

(3) Effective date of payment of dividend

April 23, 2021

**Item No. 2:** Election of five Directors who are not members of the Audit and Supervisory Committee

The terms of office of all five current Directors (excluding Directors who are members of the Audit and Supervisory Committee; hereinafter the same in this item), are to expire at the conclusion of this Ordinary General Meeting of Shareholders.

Therefore, the Company hereby proposes to appoint five Directors for a new term.

Furthermore, concerning this item, the Audit and Supervisory Committee of the Company has determined that all candidates are well qualified for the position.

The candidates are as follows:

| Candidate No.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         | Name<br>(Date of birth)                       | Career summary, positions and areas of responsibility held in the Company (Material concurrent position(s) currently held outside the Company) | No. of the Company's shares owned |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------|
| 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | SEKIGUCHI<br>Sozo<br>(Born December 31, 1964) | June 1983      Joined MEITEC CORPORATION                                                                                                       | 6,917<br>shares                   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                               | April 1988      Joined Osaka Technology Center Co., Ltd.<br>(previous name of the Company)                                                     |                                   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                               | March 1993      The Company: Director; Head of the<br>Business Planning Dept.                                                                  |                                   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                               | February 1998      The Company: Director; Vice President                                                                                       |                                   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                               | February 2002      The Company: President and CEO<br>(current)                                                                                 |                                   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |                                               | February 2012      The Company: Head of the Hyper Artner<br>Business Division                                                                  |                                   |
| <p>(Reasons for nominating him as candidate for Director)<br/>           Mr. SEKIGUCHI Sozo has served as President and CEO of the Company since 2002. He has demonstrated strong leadership in corporate and business management by drawing on a wealth of experience he has gained through his previously-held positions as Head of the Business Planning Dept., Head of the Business Division, and Executive Vice President.<br/>           He has been renominated as a candidate for Director, as he has a wealth of experience and deep insight regarding the Company's business, and as he is expected to contribute to the further growth of the Company.</p> |                                               |                                                                                                                                                |                                   |

| Candidate No.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Name (Date of birth)                    | Career summary, positions and areas of responsibility held in the Company (Material concurrent position(s) currently held outside the Company) | No. of the Company's shares owned                                             |                |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------|----------------|
| 2                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | HARIGAE Tomonori (Born May 24, 1954)    | April 1978                                                                                                                                     | Joined Toyobo Interior Co., Ltd.                                              | 281,075 shares |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | March 1982                                                                                                                                     | Joined Osaka Technology Center Co., Ltd. (previous name of the Company)       |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | March 1990                                                                                                                                     | The Company: Head of the Kanto Business Dept.                                 |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | March 1991                                                                                                                                     | The Company: Director                                                         |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | March 1993                                                                                                                                     | The Company: Managing Director; Head of the General Affairs Dept.             |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | February 2007                                                                                                                                  | The Company: Managing Director; Head of the Management Division               |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | May 2008                                                                                                                                       | The Company: Director; Head of the Management Division (current)              |                |
| <p>(Reasons for nominating him as candidate for Director)</p> <p>Mr. HARIGAE Tomonori has leveraged his wealth of knowledge and experience in general affairs, human resources, and accounting to head the Management Division of the Company for many years as a member of the management team.</p> <p>He has been renominated as a candidate for Director, as he is well versed in the Company's day-to-day operations and has a wealth of management experience, and as he is expected to contribute to the further growth of the Company.</p> |                                         |                                                                                                                                                |                                                                               |                |
| 3                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | OKUSAKA Kazuya (Born September 3, 1955) | April 1978                                                                                                                                     | Joined Osaka Technology Center Co., Ltd. (previous name of the Company)       | 277,849 shares |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | October 1993                                                                                                                                   | The Company: Head of the No.3 Business Dept.                                  |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | February 2002                                                                                                                                  | The Company: Standing auditor                                                 |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | April 2004                                                                                                                                     | The Company: Managing Director; Head of the Human Resources Business Dept.    |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | February 2007                                                                                                                                  | The Company: Managing Director; Head of the Human Resources Business Division |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | April 2007                                                                                                                                     | The Company: Managing Director; Head of the Business Management Division      |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | March 2009                                                                                                                                     | The Company: Managing Director; Head of the Technology Development Division   |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | February 2010                                                                                                                                  | The Company: Managing Director; Head of the Business Promotion Division       |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | February 2011                                                                                                                                  | The Company: Managing Director; Head of the Engineer Business Division        |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | April 2011                                                                                                                                     | The Company: Director; Head of the Engineer Business Division                 |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | February 2013                                                                                                                                  | The Company: Director; Head of the Human Resources Business Division          |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                         | February 2016                                                                                                                                  | The Company: Director; Head of the Engineer Business Division (current)       |                |
| <p>(Reasons for nominating him as candidate for Director)</p> <p>After joining the Company as an engineer, Mr. OKUSAKA Kazuya served as a standing auditor and has played a leading role in talent development and business development for many years as a member of the management team.</p> <p>He has been renominated as a candidate for Director, as he is well versed in the Company's day-to-day operations and has a wealth of management experience, and as he is expected to contribute to the further growth of the Company.</p>       |                                         |                                                                                                                                                |                                                                               |                |

| Candidate No.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | Name<br>(Date of birth)                 | Career summary, positions and areas of responsibility held in the Company (Material concurrent position(s) currently held outside the Company) | No. of the Company's shares owned                                                                                          |                |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------|----------------|
| 4                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | SATO So<br>(Born August 14, 1973)       | April 1998                                                                                                                                     | Joined Nihon Bayer Agrochem (now Bayer Crop Science)                                                                       | 6,080 shares   |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | June 2004                                                                                                                                      | Joined Aon Affinity                                                                                                        |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         |                                                                                                                                                | Joined the Company                                                                                                         |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | April 2007                                                                                                                                     | The Company: Head of the Corporate Planning and Strategy Division                                                          |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | February 2013                                                                                                                                  | The Company: Head of the Corporate Planning and Strategy Division; Head of the Engineer Agency Business Division           |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | April 2015                                                                                                                                     | The Company: Director; Head of the Corporate Planning and Strategy Division; Head of the Engineer Agency Business Division |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | February 2016                                                                                                                                  | The Company: Director; Head of the Corporate Planning and Strategy Division (current)                                      |                |
| <p>(Reasons for nominating him as candidate for Director)</p> <p>Mr. SATO So had a career in chemical manufacturing and finance prior to joining the Company. At the Company, he has headed the Corporate Planning and Strategy Division and played a key role in corporate planning as a member of the management team. He has been renominated as a candidate for Director, as he is expected to continue to play a key role in various aspects of corporate and business management, and to contribute to the further growth of the Company.</p> |                                         |                                                                                                                                                |                                                                                                                            |                |
| 5                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                   | EGAMI Yoji<br>(Born September 26, 1958) | April 1981                                                                                                                                     | Joined Osaka Technology Center Co., Ltd. (previous name of the Company)                                                    | 128,242 shares |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | February 2007                                                                                                                                  | The Company: Head of the Talent Development Dept. of the Human Resources Division                                          |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | April 2007                                                                                                                                     | The Company: Director; Head of the Human Resources Division                                                                |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | February 2010                                                                                                                                  | The Company: Director; Head of the Business Promotion Division                                                             |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | February 2011                                                                                                                                  | The Company: Director; Head of the Human Resources Business Division                                                       |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | February 2013                                                                                                                                  | The Company: Director; Head of the Engineer Business Division                                                              |                |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                                         | February 2016                                                                                                                                  | The Company: Director; Head of the Human Resources Business Division (current)                                             |                |
| <p>(Reasons for nominating him as candidate for Director)</p> <p>After joining the Company as an engineer, Mr. EGAMI Yoji has played a leading role in talent development and recruiting for many years as a member of the management team. He has been renominated as a candidate for Director, as he is well versed in the Company's day-to-day operations and has a wealth of management experience, and as he is expected to contribute to the further growth of the Company.</p>                                                               |                                         |                                                                                                                                                |                                                                                                                            |                |

(Notes)

1. The Company has no conflicts of interest with any of these candidates.
2. The Company has a directors and officers liability insurance (D&O Insurance) policy in place, the details of which are outlined below, and which is scheduled to be renewed in May 2021. All the candidates referred to in this item are already insured under the said insurance policy and will continue to be insured after their appointments.

- Ratio of insurance premiums borne by the insured party

The premiums shall be fully paid by the Company, including the premiums for special clauses. Therefore, no portion of the premiums shall be borne by the insured party.

- Outline of insurable contingencies subject to coverage

This policy, together with the special clauses, will cover damages that may arise when an insured Director assumes liabilities as a result of the execution of his duties or due to claims brought against him for being held responsible for the consequences of his action. However, the policy has an exclusion that the insurance company contends precludes coverage, such as liabilities incurred as a result of an unlawful act that an insured individual willfully and knowingly commits.

3. The number of the Company's shares owned by candidates includes equities held by the Artner Officer Stocks Society.

**Item No. 3:** Election of three Directors who are members of the Audit and Supervisory Committee

The terms of office of all three current Directors who are members of the Audit and Supervisory Committee are to expire at the conclusion of the Meeting.

Therefore, the Company hereby proposes to appoint three Directors who are members of the Audit and Supervisory Committee for a new term.

The Audit and Supervisory Committee has granted its consent to this item.

The candidates to be Directors who are members of the Audit and Supervisory Committee are as follows:

| Candidate No.                                                                                                                                                                                                                                                                                                                                                                                                                                                     | Name<br>(Date of birth)                               | Career summary, positions and areas of responsibility held in the Company (Material concurrent position(s) currently held outside the Company) | No. of the Company's shares owned                                           |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------|
| 1                                                                                                                                                                                                                                                                                                                                                                                                                                                                 | *<br>TERAMURA<br>Yasuhiko<br>(Born November 22, 1955) | April 1978                                                                                                                                     | Joined The Bank of Yokohama, Ltd.                                           |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                       | December 1997                                                                                                                                  | Appointed New York Branch Manager                                           |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                       | April 2003                                                                                                                                     | Appointed Executive Officer; Head of the Financial Markets Dept.            |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                       | April 2006                                                                                                                                     | Appointed Managing Executive Officer                                        |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                       | June 2006                                                                                                                                      | Joined Kyodo Shiryō Co., Ltd. (now Feed One Co., Ltd.) as Part-time Auditor |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                       | November 2007                                                                                                                                  | Joined Mabuchi Corporation as Managing Director                             |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                       | November 2008                                                                                                                                  | Appointed Senior Managing Director                                          |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                       | June 2011                                                                                                                                      | Joined Sagami Transportation & Warehouse Co., Ltd. as Outside Director      |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                       | November 2018                                                                                                                                  | Joined Multitrans, Ltd. as CEO                                              |
| (Reasons for nominating him as a candidate for Outside Director, and an outline of expected role to play)<br>Mr. TERAMURA Yasuhiko has been nominated as a candidate for new Outside Director as he has a wealth of experience and expertise gained from years of service in key roles and positions at financial institutions, and as he is expected to deliver well-rounded judgments based on his unique career and provide impartial and objective oversight. |                                                       |                                                                                                                                                | 0 shares                                                                    |



| Candidate No.                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                           | Name (Date of birth)                        | Career summary, positions and areas of responsibility held in the Company (Material concurrent position(s) currently held outside the Company) | No. of the Company's shares owned                                                                                  |               |
|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|---------------|
| 2                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | MITANI Takaaki (Born October 18, 1950)      | April 1973                                                                                                                                     | Joined NEC Engineering, Ltd. (Now NEC Platforms, Ltd.)                                                             | 16,444 shares |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | July 1994                                                                                                                                      | Appointed Deputy Head of the Accounts Dept.                                                                        |               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | April 2002                                                                                                                                     | Appointed Head of the Accounts Dept. of Business Management Division                                               |               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | April 2005                                                                                                                                     | Appointed Head of the Accounts Dept.                                                                               |               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | June 2010                                                                                                                                      | Appointed Senior Professional of the Accounts Dept.                                                                |               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | April 2011                                                                                                                                     | Joined Artner Co., Ltd. as Standing Auditor                                                                        |               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | April 2017                                                                                                                                     | Appointed Outside Director and standing member of the Audit and Supervisory Committee (current)                    |               |
| <p>(Reasons for nominating him as a candidate for Outside Director, and an outline of expected role to play)</p> <p>Mr. MITANI Takaaki has been renominated as a candidate for Outside Director as he has wide-ranging expertise gained from his knowledge and experience in the fields of accounting and finance, and as he is expected to continue to deliver well-rounded judgments based on his unique career and provide impartial and objective oversight. Although he does not have prior experience in corporate management other than serving as an outside director, the Company has determined that he is well qualified to carry out the duties of an Outside Director for the reasons mentioned above.</p> |                                             |                                                                                                                                                |                                                                                                                    |               |
| 3                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       | * MORII Shinichiro (Born November 28, 1953) | March 1976                                                                                                                                     | Joined Takara Standard Co., Ltd.                                                                                   | 0 shares      |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | May 2006                                                                                                                                       | Appointed Kansai Direct Demand Branch President                                                                    |               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | April 2011                                                                                                                                     | Appointed Executive Officer; Kansai Direct Demand Branch President                                                 |               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | April 2013                                                                                                                                     | Appointed Managing Executive Officer; Kansai Direct Demand Branch President                                        |               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | April 2019                                                                                                                                     | Appointed Managing Executive Officer; Kansai Direct Demand Branch Manager and Chubu Direct Demand Branch Manager   |               |
|                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                         |                                             | June 2020                                                                                                                                      | Appointed Advisor (current)<br>[Material concurrent position currently held]<br>Takara Standard Co., Ltd.: Advisor |               |
| <p>(Reasons for nominating him as a candidate for Outside Director, and an outline of expected role to play)</p> <p>Mr. MORII Shinichiro has been nominated as a candidate for new Outside Director as he has a wealth of experience and expertise gained from his career in key positions held at Takara Standard Co., Ltd., and as he is expected to deliver well-rounded judgments based on his unique career and provide impartial and objective oversight. Although he does not have previous experience of being directly responsible for corporate management, the Company has determined that he is well qualified to carry out the duties of an Outside Director properly for the reasons mentioned above.</p> |                                             |                                                                                                                                                |                                                                                                                    |               |

(Notes)

1. The Company has no conflicts of interest with any of these candidates.
2. The candidates marked with an asterisk (\*) are nominated for the first time.
3. Messrs. TERAMURA Yasuhiko, MITANI Takaaki, and MORII Shinichiro are candidates for Outside Directors.
4. The Company has designated Mr. MITANI Takaaki as Independent Director as defined by the Tokyo Stock Exchange, Inc., and has registered him as such with the exchange. When his appointment is approved, he will continue to serve as Independent Director. In addition, Messrs. TERAMURA Yasuhiko and MORII Shinichiro meet the criteria for serving as Independent Directors as defined by the Tokyo Stock Exchange, Inc. Accordingly, when their appointments are approved, they will be designated as Independent Directors.
5. Mr. MITANI Takaaki currently serves as Outside Director and member of the Audit and Supervisory Committee of the Company, and his term of office is to expire at the conclusion of the Meeting.
6. The summary of the Liability Limitation Agreement with each candidate is as follows: The Company has entered into an agreement with Mr. MITANI Takaaki to limit his liability for damages under Article 423, Paragraph 1 of the Companies Act, in accordance with the provisions of Article 427, Paragraph 1 of the Act, and the maximum amount of liability for damages under the said agreements is the minimum liability amount allowed under laws and regulations.  
The Company intends to extend the said agreement if the appointment is approved.  
In addition, if the appointments of Messrs. TERAMURA Yasuhiko and MORII Shinichiro is approved, the Company intends to enter into a similar agreement with each of them.
7. The Company has a directors and officers liability insurance (D&O Insurance) policy in place, the details of which are outlined below, and which is scheduled to be renewed in May 2021. With regard to the candidates presented in this item, the renominated candidate is already insured under the said insurance policy and will continue to be insured after his reappointment. The candidates to be newly elected will be insured when they are elected to their respective posts.
  - Ratio of insurance premiums borne by the insured party  
The premiums shall be fully paid by the Company, including the premiums for special clauses. Therefore, no portion of the premiums shall be borne by the insured party.
  - Outline of insurable contingencies subject to coverage  
This policy, together with the special clauses, will cover damages that may arise when an insured Director assumes liabilities as a result of the execution of his duties or due to claims brought against him for being held responsible for the consequences of his action. However, the policy has an exclusion that the insurance company contends precludes coverage, such as liabilities incurred as a result of an unlawful act that an insured individual willfully and knowingly commits.
8. The number of the Company's shares owned by candidates includes equities held by the Artner Officer Stocks Society.