

Securities Code: 7266
May 31, 2023

To our shareholders:

Takamitsu Sakurai, President and Representative Director
Imasen Electric Industrial Co., Ltd.
1 Aza Kakihata, Inuyama, Aichi

Notice of the 86th Annual General Meeting of Shareholders

We are cordially informing you of the 86th Annual General Meeting of Shareholders of Imasen Electric Industrial Co., Ltd. (the “Company”), which will be held as indicated below.

If you intend to exercise your voting rights in writing or via the Internet, etc., please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights following the directions below by 5:00 p.m. on Wednesday, June 21, 2023 (JST).

- 1. Date and Time:** Thursday, June 22, 2023, at 10:00 a.m. (JST)
(Reception will open at 9:00 a.m.)
- 2. Venue:** IMASEN Global Development & Training Center
418-4 Inuyamahigashikoken, Inuyama, Aichi
(Please refer to the “Directions to the Venue of the General Meeting of Shareholders” at the end of this notice.)
- 3. Purpose of the Meeting:**
Matters to be reported:
 1. The Business Report and the Consolidated Financial Statements for the 86th fiscal year (from April 1, 2022 to March 31, 2023), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
 2. The Non-consolidated Financial Statements for the 86th fiscal year (from April 1, 2022 to March 31, 2023)**Matters to be resolved:**

Proposal No. 1	Election of Nine Directors
Proposal No. 2	Election of One Audit & Supervisory Board Member

4. Matters concerning Exercising Your Voting Rights:

(For the method to exercise your voting rights, please refer to “Directions for Exercising Your Voting Rights” on pages 4 and 5.)

- (1) If you exercise your voting rights both via the Internet, etc. and Voting Rights Exercise Form, the vote exercised via the Internet, etc., shall be deemed valid.
- (2) If you exercise your voting rights via the Internet multiple times or by computer, smartphone, or mobile phone, the vote last exercised shall be deemed valid.
- (3) If you are not indicating for or against each of the items on the Voting Rights Exercise Form in exercising your voting rights, the Company will deem that you indicated your approval of the proposal.

5. Matters concerning Electronic Provision Measures

- (1) In convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. in an electronic format (matters for which measures for providing information in an electronic format are taken), and posts this on each of the websites shown below.

[Websites on which materials for the General Meeting of Shareholders are posted]

<https://d.sokai.jp/7266/teiji/>



[The Company’s website]

https://www.imasen.co.jp/ir/share/ir_shareholders/



[TSE website (Listed Company Search)]

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



(Access the TSE website by using the Internet address shown above, enter “Imasen Electric Industrial” in “Issue name (company name)” or the Company’s securities code “7266” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting.”)

(2) Documents describing the matters for which measures for providing information in an electronic format are to be taken of this general meeting of shareholders has been mailed to all shareholders, regardless of whether they have requested it. However, among the matters for which measures for providing information in an electronic format are to be taken, the following matters are excluded from the documents, as provided for by the relevant laws and regulations and Article 15, paragraph 2 of the Company's Articles of Incorporation.

- (i) "Systems to ensure appropriateness of operations" and "Overview of the status of the systems to ensure appropriateness of operations" in the Business Report
- (ii) "Consolidated Statement of Changes in Net Assets" and "Notes to Consolidated Financial Statements"
- (iii) "Non-consolidated Statement of Changes in Net Assets" and "Notes to Non-consolidated Financial Statements"

The Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Audit & Supervisory Board Members are those attached to this Notice of Annual General Meeting of Shareholders, as well as matters in (i) to (iii) above.

The Consolidated Financial Statements and the Non-consolidated Financial Statements audited by the Financial Auditor are those attached to this Notice of Annual General Meeting of Shareholders, as well as matters in (ii) to (iii) above.

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1. Should there be any revisions to the matters for which measures for providing information in an electronic format, a comparison between old information and revised information will be posted on the websites mentioned above.
 2. Matters resolved at the General Meeting of Shareholders will be notified by posting them on the Company's website instead of mailing a notice of resolution in writing. Your understanding would be greatly appreciated.
 3. Officers and employees of the Company will be dressed lightly on the day of the meeting to help support the Cool Biz environmental campaign. Your understanding would be greatly appreciated.
 4. Requests to prevent infection and the spread of COVID-19, and notifications
 - (1) In accordance with a change in the governmental policy, the Company refrains from requesting all attendants to wear a mask at the venue. Shareholders attending the meeting in person are kindly requested to decide whether to wear a mask or not at your own discretion.
 - (2) As an infection prevention at the venue, hand sanitizers and body temperature measures will be placed at the reception. Shareholders who appear to be unwell may not be allowed to enter the venue.
 - (3) Please wait to be seated by a staff member of the Company when inside the venue. You may be asked to leave space between the person sitting next to you.
 - (4) The Company's staff attending the meeting will continue to wear masks.
 - (5) Any significant changes to the operation of the General Meeting of Shareholders will be posted on the Company's website (<https://www.imasen.co.jp/en/>).

Directions for Exercising Your Voting Rights

Shareholders attending the meeting in person



Please submit the Voting Rights Exercise Form at the reception.

Date and Time of the Annual
General Meeting of Shareholders

Thursday, June 22, 2023, at 10:00 a.m. (JST)

Shareholders not attending the meeting



▶ Voting via “Smart Voting®”

Read the “QR code for logging in the Voting Rights Exercise Website shown lower right of the Voting Rights Exercise Form by using smartphones or tablets, and indicate whether you are for or against each of the items following the directions on the website.

Voting deadline By 5:00 p.m. on Wednesday, June 21, 2023

Please refer to the following page for details.



▶ Voting via the Internet

Access the Company’s Voting Rights Exercise Website from your personal computer or smartphone, etc., obtain “Voting Code” and “Password” provided in the Voting Rights Exercise Form, and indicate whether you are for or against each of the items following the directions on the website.

Voting deadline By 5:00 p.m. on Wednesday, June 21, 2023

Please refer to the following page for details.



▶ Voting in writing

Please indicate your approval or disapproval of the proposals in the Voting Rights Exercise Form and then return the form to the Company by postal mail by the voting deadline.

Voting deadline By 5:00 p.m. on Wednesday, June 21, 2023

Information on the use of Electronic Proxy Voting Platform (To institutional investors)

For institutional investors, an electronic proxy voting platform operated by ICJ, Inc. is also available to exercise their voting rights by electronic or magnetic means for this meeting.

Voting via Smart Voting®

You can login the Voting Rights Exercise Website without entering “Voting Code” and “Password”.

- 1 Please read the QR code shown on the lower right of the Voting Right Exercise Form.



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

- 2 After this, please indicate whether you are for or against each of the items following the directions on the website.



Voting via “Smart Voting®” is valid only once.

If you wish to change your voting after exercising, read the QR code again, access the Voting Rights Exercise Website, login the website using the “Voting Code” and “Password” shown on the Voting Rights Exercise Form, and exercise your voting rights again.

* Any connection fees and communication charges for using the voting website will be borne by shareholders.
 * The service offered by the Voting Rights Exercise Website may not be available depending on the Internet usage environment, your subscription service, or your model.

Voting via the Internet

Voting Rights Exercise Websites <https://www.web54.net>

- 1 Please access the Voting Rights Exercise Website.



Click “Go to the next step”

- 2 Please enter the “Voting Code” shown on the Voting Right Exercise form.



Enter the “Voting Code”

Click “Log In”

- 3 Please enter the “Password” shown on the Voting Rights Exercise Form.



Enter the “Password”

Please set a new password that you may use.

Click “Register”

- 4 After this, please indicate whether you are for or against each of the items following the directions on the website.

Inquiries about voting via Smart Voting® and the Internet

Stock Transfer Agency Web Support Hotline, Sumitomo Mitsui Trust Bank, Limited
 Tel: 0120-652-031 (toll-free number)
 (Business hours: 9:00 a.m. to 9:00 p.m.)

Other inquiries

- (i) Shareholders with an account at a securities company
Please contact your securities company.
- (ii) Shareholders without an account at a securities company (with a special account)
Stock Transfer Agency Business Planning Dept., Sumitomo Mitsui Trust Bank, Limited
Tel: 0120-782-031 (toll-free number)
(Business hours: 9:00 a.m. to 5:00 p.m., except Saturdays, Sundays and holidays)

Reference Documents for the General Meeting of Shareholders

Proposal No. 1 Election of Nine Directors

At the conclusion of this meeting, the terms of office of all nine Directors will expire.

Therefore, the Company proposes the election of nine Directors.

The candidates for Director are as follows:

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
1	Takamitsu Sakurai (March 17, 1963) Reelection	<p>Apr. 1985 Joined the Company</p> <p>June 1998 Seconded to Imasen Bucyrus Technology Inc.</p> <p>Mar. 2005 General Manager of Design Department (Tochigi Office)</p> <p>June 2005 General Manager of Tochigi Design Department, Development Division</p> <p>Oct. 2007 General Manager of Gifu Plant, Manufacturing Division 2</p> <p>June 2011 General Manager of Nagoya Plant, Manufacturing Division 1</p> <p>Apr. 2016 Executive Officer General Manager of Nagoya Plant and Gifu Plant, Manufacturing Division</p> <p>June 2016 In charge of Manufacturing for Seat Division</p> <p>May 2017 Supervisor of Business Affairs and Manufacturing for Seat and Electric Equipment Division</p> <p>June 2017 Director and Executive Officer General Manager of Seat and Electric Equipment Division</p> <p>Apr. 2019 Supervisor of Global R&D Center</p> <p>June 2019 President and Representative Director, Chief Operating Officer (current position)</p> <p>Apr. 2021 General Manager of New Business Development Division (current position)</p> <p>[Reasons for the nomination] The Company once again nominates Takamitsu Sakurai as candidate for Director for his management experience in the development, design and manufacturing fields, along with practical experience at the Company's overseas subsidiaries, which will enable him to enhance our corporate value by utilizing such extensive experience in overall management and global expertise for the Company's management.</p>	44,862 shares

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
2	Yoshihito Niwa (August 24, 1963) Reelection	<p>Nov. 1990 Joined the Company</p> <p>Apr. 2007 General Manager of Cost Planning Department, Development Division</p> <p>Apr. 2012 General Manager of Production Management Department, Quality Assurance Division</p> <p>Oct. 2015 President of Imasen Philippine Manufacturing Corporation</p> <p>Apr. 2016 Executive Officer</p> <p>May 2017 Supervisor of General Affairs, Accounting and Internal Control for Administrative Control Division</p> <p>June 2017 Director and Executive Officer Supervisor of Global Management Division, General Manager of Administrative Control Division, in charge of Compliance, Corporate Governance, and Risk Management and Supervisor of Affiliate Companies</p> <p>Apr. 2019 General Manager of Administrative Control Division, in charge of Compliance, Corporate Governance, and Risk Management</p> <p>June 2019 Director and Managing Executive Officer (current position)</p> <p>Apr. 2020 General Manager of Administrative Control Division, and Supervisor of Compliance, Corporate Governance, Risk Management and ESG</p> <p>Apr. 2023 General Manager of Administration Division, and Supervisor of Compliance, Corporate Governance, and Risk Management (current position)</p> <p>[Reasons for the nomination] The Company once again nominates Yoshihito Niwa as candidate for Director for his extensive experience in Cost Planning Department, Production Management Department and in the Administration Division as well as his insight in global business management gained in the management of overseas subsidiaries.</p>	29,093 shares

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
3	Gakuji Kimura (February 15, 1965) Reelection	<p>Mar. 1988 Joined the Company</p> <p>Oct. 2007 General Manager of Tochigi Design Department, Development Division</p> <p>June 2011 General Manager of Technical Planning Department, Development Division</p> <p>Apr. 2012 General Manager of Head Office Design Department, Development Division</p> <p>Apr. 2016 Executive Officer</p> <p>June 2016 In charge of Development and Cost Planning for Seat Division</p> <p>May 2017 In charge of Design and Production Engineering for Seat and Electric Equipment Division</p> <p>Apr. 2019 Deputy General Manager of Seat and Electric Equipment Division, in charge of Design for Seat and Electric Equipment Division</p> <p>June 2019 Director and Executive Officer General Manager of Seat and Electric Equipment Division, in charge of Design for Seat and Electric Equipment Division</p> <p>Apr. 2020 General Manager of Seat and Electric Equipment Division, in charge of Purchasing for Seat and Electric Equipment Division</p> <p>Apr. 2021 General Manager of Seat and Electric Equipment Business Division, in charge of Purchasing</p> <p>Apr. 2022 General Manager of Seat and Electric Equipment Business Division (current position)</p> <p>June 2022 Director and Managing Executive Officer (current position)</p> <p>[Reasons for the nomination] The Company once again nominates Gakuji Kimura as candidate for Director for his extensive experience and expertise in the development and design fields for the Seat business.</p>	20,131 shares
4	Koichi Yamanoue (November 11, 1960) Reelection	<p>Jan. 2014 Joined the Company</p> <p>Oct. 2015 General Manager of Hiroshima Design Department, Development Division</p> <p>Apr. 2016 Executive Officer</p> <p>June 2016 In charge of Development and Manufacturing for Electronics and Electric Equipment Division</p> <p>May 2017 In charge of Design and Manufacturing for Electronics Division</p> <p>Apr. 2019 Deputy General Manager of Electronics Division</p> <p>June 2019 Director and Executive Officer</p> <p>Apr. 2021 General Manager of Electronics Business Division</p> <p>Apr. 2022 General Manager of Electronics Business Division, in charge of Design</p> <p>June 2022 Director and Managing Executive Officer (current position)</p> <p>Apr. 2023 General Manager of Electronics Business Division (current position)</p> <p>[Reasons for the nomination] The Company once again nominates Koichi Yamanoue as candidate for Director for his extensive experience and expertise in the development and design fields for the Electronics business.</p>	16,934 shares

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
5	Shuichi Horibe (December 10, 1965) Reelection	<p>Mar. 1988 Joined the Company</p> <p>Apr. 2013 General Manager of Production Engineering Department, Development Division</p> <p>Apr. 2016 Executive Officer</p> <p>June 2016 In charge of Production Engineering and Quality Assurance for Administrative Control Division</p> <p>May 2017 Director and President of Imasen Bucyrus Technology Inc.</p> <p>June 2021 Director and Executive Officer (current position)</p> <p>Apr. 2022 General Manager of Global Management Business Division, and Supervisor of Domestic and Overseas Affiliate Companies</p> <p>Apr. 2023 General Manager of Global Management Business Division, Supervisor of Domestic and Overseas Affiliate Companies and ESG, and Supervisor of Manufacturing and Production Technology for Seat and Electric Equipment Business Division (current position)</p> <p>[Reasons for the nomination] The Company once again nominates Shuichi Horibe as candidate for Director for his extensive experience in both domestic and overseas manufacturing fields as well as his insight in global business management gained in the management of overseas subsidiaries.</p>	9,488 shares
6	Hideyuki Miyamoto (January 25, 1961) Reelection	<p>Apr. 1984 Joined the Company</p> <p>Apr. 2006 Manager, R&D Department, Development Division</p> <p>Apr. 2010 Branch Manager of Hiroshima Branch Office, Sales Division</p> <p>Apr. 2016 Executive Officer</p> <p>June 2016 In charge of Sales, Electronics and Electric Equipment Division</p> <p>May 2017 In charge of Sales, Electronics Division</p> <p>Apr. 2019 In charge of Sales and in charge of Operational Project, Electronics Division</p> <p>Apr. 2021 In charge of Operational Projects and Sales, Electronics Business Division</p> <p>Apr. 2022 Deputy-General Manager of Electronic Business Division, in charge of Sales and Project Management (current position)</p> <p>June 2022 Director and Executive Officer (current position)</p> <p>[Reasons for the nomination] The Company once again nominates Hideyuki Miyamoto as candidate for Director for his extensive experience and expertise in sales field of Electronics Division.</p>	5,235 shares

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
7	Kyoichi Kameyama (May 12, 1958) Reelection Outside Independent	<p>Apr. 1984 Joined Kawasaki Steel Corporation</p> <p>Apr. 2013 Vice President of JFE Steel Corporation</p> <p>July. 2015 Outside Director of JSW Steel Limited (India)</p> <p>Apr. 2016 Senior Vice President of JFE Steel Corporation</p> <p>Dec. 2017 Representative Director and President of Human Resources Innovation Inc. (current position)</p> <p>Mar. 2018 Senior Advisor of NAKATA COATING CO., LTD</p> <p>Nov. 2019 Advisor of Blue innovation Co., Ltd.</p> <p>Oct. 2020 Advisor of Ghelia Inc.</p> <p>June 2021 Outside Director of the Company (current position)</p> <p>Jul. 2022 Representative Director and President of NAKATA COATING CO., LTD. (current position)</p> <p>Oct. 2022 Advisor of KINKIMETAL CO., LTD. (current position)</p> <p>[Significant concurrent positions outside the Company] Representative Director and President of Human Resources Innovation Inc. Representative Director and President of NAKATA COATING CO., LTD. Advisor of KINKIMETAL CO., LTD.</p> <p>[Reasons for the nomination and overview of the expected role] The Company once again nominates Kyoichi Kameyama as candidate for Outside Director for his ability to offer advice about the Seat business and new businesses and properly oversee the Company's management and business execution from a practical and objective perspective based on his extensive expertise on manufacturing gained through many years of management in the steel industry.</p>	1,663 shares

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
8	Hiromi Wada (July 24, 1960) Reelection Outside Independent	<p>Apr. 1983 Joined Matsushita Electric Industrial Co., Ltd.</p> <p>Apr. 2010 Administrative Officer of Panasonic Corporation</p> <p>Mar. 2016 Director (Member of the Board) of The Linux Foundation</p> <p>Aug. 2020 Advisor of R&D Division of Automotive Company, Panasonic Corporation (now, Panasonic Automotive Systems Co., Ltd.)</p> <p>June 2021 Outside Director of the Company (current position)</p> <p>June 2021 Outside Director of Sakai Chemical Industry Co., Ltd. (current position)</p> <p>June 2022 Representative Director of i-Golf Studio Co., Ltd. (current position)</p> <p>Oct. 2022 Part-time Advisor of Panasonic Automotive Systems Co., Ltd. (current position)</p> <p>Mar. 2023 Outside Director of SHIMANO INC. (current position)</p> <p>[Significant concurrent positions outside the Company] Outside Director of SAKAI CHEMICAL INDUSTRY CO., LTD. Representative Director of i-Golf Studio Co., Ltd. Part-time Advisor of Panasonic Automotive Systems Co., Ltd. Outside Director of SHIMANO INC.</p> <p>[Reasons for the nomination and overview of the expected role] The Company once again nominates Hiromi Wada as candidate for Outside Director for her ability to offer advice about the management of the Company and properly oversee business execution by utilizing her extensive experience and specialized knowledge in electronic technology, including research and development of software and network technology as well as her experience in organizational reform, including active participation by women.</p>	1,650 shares

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
9	Ryuhei Murayama (October 8, 1958) Reelection Outside Independent	<p>Apr. 1984 Joined Japan Petroleum Exploration Co., Ltd.</p> <p>June 2015 Executive Officer of Japan Petroleum Exploration Co., Ltd.</p> <p>June 2016 President of Middle East, Africa, and Europe Business Division of Japan Petroleum Exploration Co., Ltd.</p> <p>Apr. 2022 Assistant to President of Overseas Business Division 1 (commissioned by the President) of Japan Petroleum Exploration Co., Ltd. (current position)</p> <p>Jan. 2023 Project Researcher of Presidential Endowed Chair for MbSC2030, the University of Tokyo (current position)</p> <p>[Significant concurrent positions outside the Company] Assistant to President of Overseas Business Division 1 (commissioned by the President) of Japan Petroleum Exploration Co., Ltd. Project Researcher of Presidential Endowed Chair for MbSC2030, the University of Tokyo</p> <p>[Reasons for the nomination and overview of the expected role] The Company nominates Ryuhei Murayama as candidate for Outside Director as the Company has judged he will be able to offer various advice and properly oversee the Company's management and business execution from a practical and objective perspective based on his extensive expertise gained through many years of management in the resources development industry.</p>	- shares

- Notes
1. There is no special interest between any of the candidates and the Company.
 2. Kyoichi Kameyama, and Hiromi Wada and Ryuhei Murayama are candidates for Outside Director.
 3. At the conclusion of this meeting, Kyoichi Kameyama and Hiromi Wada's tenures as Outside Directors of the Company will have been two years.
 4. The Company has entered into an agreement with Kyoichi Kameyama and Hiromi Wada to limit their liability under Article 423, paragraph (1) of the Companies Act to the minimum liability amount stipulated by laws and regulations, and if any of them are reelected, the Company plans to renew the agreement with them. If Ryuhei Murayama is elected, the Company plans to enter into an agreement similar to this with him.
 5. The Company has entered into a directors and officers liability insurance policy with an insurance company, as stipulated in Article 430-3, paragraph (1) of the Companies Act to cover losses that may arise from the insured's assumption of liability incurred in the course of the execution of duties or receipt of claims pertaining to the pursuit of such liability. If each of the candidates is reelected or elected, as applicable, they will be named as the insured under the insurance policy. The Company bears all insurance premiums for the insurance policy. The term of the insurance policy is one year, and will be renewed with the same conditions at the next renewal.
 6. The Company has submitted notification to the Tokyo Stock Exchange, Inc. and the Nagoya Stock Exchange, Inc. that Kyoichi Kameyama and Hiromi Wada have been designated as independent officers as provided for by the aforementioned exchanges. Ryuhei Murayama satisfies the requirements for an independent officer as provided for by the Tokyo Stock Exchange, Inc. and the Nagoya Stock Exchange, Inc., and the Company plans to submit notification to the aforementioned exchanges concerning his appointment as an independent officer.

[Reference] Skill Matrix of Directors

Based on the “Board of Directors Skill Matrix,” which clarifies the requirements for Directors derived from the Company’s management philosophy and policies, the Company aims to ensure a balance of knowledge, experience, and abilities and diversity in the composition of the Board of Directors as a whole.

Candidate No.	Name	Gender	Current position and responsibility in the Company
1	Takamitsu Sakurai Reelection	Male	President and Representative Director Chief Operating Officer, General Manager of New Business Development Division
2	Yoshihito Niwa Reelection	Male	Director and Managing Executive Officer General Manager of Administration Division Supervisor of Compliance, Corporate Governance, and Risk Management
3	Gakuji Kimura Reelection	Male	Director and Managing Executive Officer General Manager of Seat and Electric Equipment Business Division
4	Koichi Yamanoue Reelection	Male	Director and Managing Executive Officer General Manager of Electronic Business Division
5	Shuichi Horibe Reelection	Male	Director and Executive Officer General Manager of Global Management Business Division, and Supervisor of Domestic and Overseas Affiliate Companies and ESG Supervisor of Manufacturing and Production Technology for Seat and Electric Equipment Business Division
6	Hideyuki Miyamoto Reelection	Male	Director and Executive Officer Deputy-General Manager of Electronic Business Division in charge of Sales and Project Management
7	Kyoichi Kameyama Reelection Outside Independent	Male	Outside Director
8	Hiromi Wada Reelection Outside Independent	Female	Outside Director
9	Ryuhei Murayama New election Outside Independent	Male	-

Note 1: The below indicates the skills that are particularly desirable in each candidate and is not an indication of all of the skills possessed by the candidate.

Note 2: Regarding the “Business Strategy” under Specialist skills, the business areas for which each Director is in charge are listed in parentheses.

Candidate No.	Common skills		Specialist skills (up to 4 skills especially expected)					
	Corporate management	Sustainability	Sales/ marketing	Finance/ accounting	Risk management	Design/ R&D	Manufacturing	Business strategy
1	○	○	○					○ (New Business Development)
2	○	○		○	○			○ (Administration)
3	○	○	○			○		○ (Seat and Electric Equipment)
4	○	○				○	○	○ (Electronics)
5	○	○		○	○		○	○ (Global Management, Seat and Electric Equipment)
6	○	○	○					○ (Electronics)
7	○	○			○		○	○ (Overall)
8	○	○			○	○		○ (Overall)
9	○	○			○	○		○ (Overall)

The selection reasons for each skill are as follows.

Skill		Selection reason
Common skills	Corporate management	The Company established its nine-year “Medium- and Long-term Management Plan 2029 -Trust & Challenge-” in FY2021, and is working on management towards further innovation and growth in the company. To carry this out properly, we judge that the abilities to deeply understand the new management philosophy of “By being a ‘Reliable company’ that ‘Continues to challenge,’ we will become ‘Company of choice for society,’” read the changes in the management environment, and establish strategies and policies through back-casting thinking from a long-term perspective are required, and have selected these as the common skills required of all Directors.
	Sustainability	In the “Medium- and Long-term Management Plan 2029,” the company’s goal is “business transformation for sustainable growth” through evolution of corporate culture based on the promotion of “ESG (environment, social contribution and governance) Management.” To achieve this, we will strongly promote “ISP (Imasen Sustainable Plan) 2030,” which has been developed as an ESG measure since 2021 based on the concept of CSV (Creating Shared Value). We conclude that the abilities to implement environmental management, societal contribution and corporate governance are required, and have selected these skills as common skills required of all Directors.
Specialist skills	Sales/ marketing	In the “Medium- and Long-term Management Plan 2029,” along with strengthening the earnings structure of the Seat Business, we aim to expand the Electrical Business, in which we expect considerable growth in the future, and, moreover, create a new business that will be our third pillar. To that end, we conclude that the ability to strengthen relations with clients and pioneer new businesses by discovering market needs, etc. is required, and have selected this as a specialist skill.
	Finance/ accounting	The Company group (the “Group”) has multiple affiliated companies and locations in Japan and overseas, and a wide range of business areas beyond automobile-related businesses. We conclude that, in order to realize the future growth of the Group, the ability to formulate structures to control management figures appropriately, and at the same time formulate financial strategies, is required, and have selected this as a specialist skill.
	Risk management	Looking back on the recent business environment, there are increasing opportunities to face various risks including financial crises, natural disasters such as earthquakes and epidemics, and supply chain disruptions. We foresee situations like these occurring at some level of frequency into the future, and, from the perspective of our business continuity plan (BCP), conclude that the ability to perform appropriate risk management and implement strong corporate character is required, and have selected this as a specialist skill.
	Design/R&D	In the “Medium- and Long-term Management Plan 2029,” along with strengthening the earnings structure of the Seat Business, we aim to expand the Electrical Business, in which we expect considerable growth in the future, and, moreover, create a new business that will be our third pillar. In order to achieve this, we conclude that the ability to formulate product development and design strategies in line with management policies and to promote the accumulation and enhancement of technical expertise is required, and have selected this as a specialist skill.
	Manufacturing	Most of the Group’s business fields are in manufacturing. In order to satisfy our customers by providing a wide range of products and to grow as a company of choice for society, we conclude that the ability to build manufacturing systems that offer high quality, low cost, and optimal supply networks is required, and have selected this as a specialist skill.
	Business strategy	In the “Medium- and Long-term Management Plan 2029,” we aim to achieve a three-pillar business structure with good balance in scale of business among the Seat Business, the Electrical Business, and New Business sectors. We conclude that the requirements to achieve this are industry knowledge and experience necessary for each business sector and the ability to formulate strategies to expand assigned businesses sectors and reform these businesses while utilizing digital transformation (DX), which is expected to increase in significance. Hence, we have selected these as specialist skills.

Proposal No. 2 Election of One Audit & Supervisory Board Member

At the conclusion of this meeting, the term of office of Audit & Supervisory Board Member Hidetoshi Mashita will expire.

Therefore, the Company proposes the election of one Audit & Supervisory Board Member.

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:

Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
Yasuo Iwamoto (July 20, 1965) New election	<p>Mar. 1988 Joined the Company</p> <p>June 2011 General Manager of Production Engineering Department, Development Division</p> <p>July 2013 Director of Imasen Mexico S.A.C.V.</p> <p>Apr. 2017 Director and President of Imasen Mexico S.A.C.V. (current position)</p> <p>[Reasons for the nomination] The Company nominates Yasuo Iwamoto as candidate for Audit & Supervisory Board Member as he is expected perform effective audits in a wide range of areas based on his global experience and expertise in the manufacturing field.</p>	7,177 shares

- Notes:
1. There is no special interest between the candidate and the Company.
 2. If Yasuo Iwamoto is elected, the Company plans to enter into an agreement with him to limit his liability to the minimum liability amount under Article 423, paragraph (1) of the Companies Act to the amount stipulated by laws and regulations.
 3. The Company has entered into a directors and officers liability insurance policy with an insurance company, as stipulated in Article 430-3, paragraph (1) of the Companies Act to cover losses that may arise from the insured's assumption of liability incurred in the course of the execution of duties or receipt of claims pertaining to the pursuit of such liability. If Yasuo Iwamoto is elected, he will be named as the insured under the insurance policy. The Company bears all insurance premiums for the insurance policy. The term of the insurance policy is one year, and will be renewed with the same conditions at the next renewal.