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(Securities Code 255A)

June 4, 2026

(Date of commencement of measures for electronic provision: June 1, 2026)

**To Shareholders with Voting Rights:**

Yoshihiro Nagami

Representative Director and President  
GLTECHNO HOLDINGS, INC.

6-22-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo

NOTICE OF  
THE 2nd ANNUAL GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We are pleased to inform you that the 2nd Annual General Meeting of Shareholders of GLTECHNO HOLDINGS, INC. (the “Company”) will be held for the purposes as described below.

In convening this year’s Annual General Meeting of Shareholders, the Company has taken measures for electronic provision and posted matters subject to measures for electronic provision on the website indicated below. Please access the following website (the section for the fiscal year ended March 31, 2026 under “Annual General Meeting of Shareholders”).

The Company’s website

<https://www.gltechno.co.jp/en/ir/shareholders/meeting.html>

The matters subject to measures for electronic provision are also posted on the Tokyo Stock Exchange (TSE) website in addition to the website indicated above. Access the TSE website (TSE Listed Company Search), enter the Company’s name “GLTECHNO HOLDINGS” in the “Issue name (company name)” field or the Company’s securities code “255A” in the “Code” field and click “Search,” select “Basic information,” and then “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click the “Click here for access” button below [Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting] and you can find the notice of convocation.

Tokyo Stock Exchange website

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders included in the matters subject to measures for electronic provision, and exercise your voting rights no later than 5:15 p.m. Japan time on Monday, June 22, 2026.

**1. Date and Time:** Tuesday, June 23, 2026 at 10:30 a.m. Japan time  
(Reception starts at 9:50 a.m.)

**2. Place:** Harmony Hall  
3F, Harmony Square  
1-32-2, Honcho, Nakano-ku, Tokyo, Japan

**3. Meeting Agenda:**

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 2nd Fiscal Year (April 1, 2025 to March 31, 2026) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
  2. Non-consolidated Financial Statements for the Company's 2nd Fiscal Year (April 1, 2025 to March 31, 2026)

**Proposals to be resolved:**

- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of Three (3) Directors (excluding Directors Who Are Audit and Supervisory Committee Members)
- Proposal 3:** Election of Three (3) Directors Who Are Audit and Supervisory Committee Members
- Proposal 4:** Election of One (1) Substitute Director Who Is an Audit and Supervisory Committee Member

**4. Matters Determined for Convocation:**

- (1) If neither a vote for nor against a proposal is indicated, it shall be deemed a vote for.
- (2) If you exercise your voting rights in duplicate via the Internet and in writing, the vote via the Internet shall be treated as valid. If you exercise your voting rights more than once via the Internet, the last vote exercised shall be treated as valid.

<Notice on matters subject to measures for electronic provision>

- Information materials for the general meeting of shareholders (Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements, Non-consolidated Financial Statements, and Audit Reports) are provided electronically in accordance with the system for electronic provision under the Companies Act and have been posted on the websites indicated in this Notice of Convocation. Please access the websites to review the information materials.
- The paper copies sent to shareholders who have requested don't include the matters listed below in accordance with the provisions of laws and regulations as well as Article 15 of the Company's Articles of Incorporation.
  - 1) Consolidated Statement of Changes in Equity and Notes to Consolidated Financial Statements, which are part of the Consolidated Financial Statements
  - 2) Non-consolidated Statement of Changes in Equity and Notes to Non-consolidated Financial Statements, which are part of the Non-consolidated Financial StatementsThe paper copies sent to shareholders who have requested are part of the documents audited by the Audit and Supervisory Committee in preparing the Audit Report and by the Accounting Auditor in preparing the Accounting Audit Report.
- In case of the matters subject to electronic provision revised, the revised versions will be posted on each of the websites indicated above.

<Other information>

- The information materials for the briefing on the financial results for the fiscal year ended March 31, 2026 and its video will be made available on the Company's website as soon as they are ready. Please refer to them.

The Company's website

<https://www.gltechno.co.jp/en/ir/news/index.html>

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### **Proposal 1:** Appropriation of Surplus

The Company's basic policy regarding dividends is to distribute profits by comprehensively taking into consideration its financial position, profit level, dividend payout ratio, and other factors, while securing future business expansion, internal funds, and ensuring stable dividends to each shareholder over the long term.

Based on the above policy, it is proposed that the year-end dividend for the fiscal year ended March 31, 2026 be paid as follows.

The Company plans to use retained earnings as funds for dividend payments.

#### 1. Matters concerning year-end dividends

##### (1) Type of dividend property

Cash

##### (2) Matters related to the allotment of dividend property to shareholders and the total amount thereof

123 yen per share of common stock of the Company

Total amount: 1,602,182,010 yen

##### (3) Effective date of distribution of surplus

June 24, 2026

#### 2. Other matters concerning appropriation of surplus

Not applicable


**Proposal 2:** Election of Three (3) Directors (excluding Directors Who Are Audit and Supervisory Committee Members)


The terms of office of all three (3) Directors (excluding Directors who are Audit and Supervisory Committee Members) will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of three (3) Directors (excluding Directors who are Audit and Supervisory Committee Members) is proposed.


The Audit and Supervisory Committee comprehensively reviewed the status of execution of duties, performance, and other matters during the fiscal year under review for each of the candidates to be re-elected. As a result, the Committee judged that the candidates are suitable for serving as the Company's Directors.

The candidates for Directors are as follows.

Candidate No.		Name	Current position	Attendance at Board of Directors meetings held during the fiscal year ended March 31, 2026
1	Reappointment Male	Yoshihiro Nagami	Representative Director and President	14/14
2	Reappointment Male	Ikunobu Sonoda	Representative Director and Vice President	14/14
3	Reappointment Male	Koji Umehara	Director	10/10

No.	Name (Date of birth)	Career summary and positions at the Company	Number of shares of the Company held
1	 <p>Yoshihiro Nagami (August 12, 1959)</p> <p>[Reappointment] [Male]</p> <p>Term of office as Director: 1 year and 8 months (as of the conclusion of this Meeting)</p> <p>Attendance at Board of Directors meetings: 14/14 (100%)</p>	<p>April 1982      Joined GL Sciences Inc.</p> <p>April 2006      Manager, Sales Section 2, Osaka Branch Office</p> <p>April 2007      Manager attached to Sales Division</p> <p>October 2007    Seconded overseas; Executive Vice President, SHIMADZU-GL SCIENCES (SHANGHAI) LABORATORY SUPPLIES CO., LTD.</p> <p>July 2012      Operating Officer, in charge of overseas, GL Sciences Inc.</p> <p>October 2012    Operating Officer; Deputy Executive Senior Manager, Sales Division</p> <p>April 2013      Operating Officer; Deputy Executive Senior Manager, Sales Division; Chief Manager, Affiliated-Abroad Company Administrative Office</p> <p>June 2013      Director; Executive Senior Manager, Sales Division; Chief Manager, Sales Administration Dept.; Chief Manager, Affiliated-Abroad Company Administrative Office</p> <p>July 2013      Director; Executive Senior Manager, Sales Division; Chief Manager, Affiliated-Abroad Company Administrative Office</p> <p>April 2015      Director; Chief Manager, Management Planning Office, GL Sciences Inc.</p> <p>June 2015      Director, GL Solutions Inc.</p> <p>July 2015      President; Chief Manager, Internal Audit Office; Chief Manager, Management Planning Office, GL Sciences Inc.</p> <p>July 2015      President; Chief Manager, Internal Audit Office</p> <p>April 2018      President</p> <p>October 2018    President, GL Sciences (Shanghai) Limited (incumbent)</p> <p>June 2019      President; Chief Manager, Management Planning Office, GL Sciences Inc.</p> <p>July 2019      President (incumbent)</p> <p>October 2020    Director, AGI Glass Academy Co., Ltd. (incumbent)</p> <p>October 2024    Representative Director and President, the Company (incumbent)</p> <p>[Responsibilities within the Company and significant concurrent positions] President, GL Sciences Inc. President, GL Sciences (Shanghai) Limited Director, AGI Glass Academy Co., Ltd.</p>	45,478 shares
	[Reason for nomination as candidate for Director] Mr. Yoshihiro Nagami has extensive experience in business execution and a solid track record in the management of the Analytical Instrument Business as President of GL Sciences Inc. He has also served as Representative Director and President of the Company since its establishment, and possesses extensive knowledge of the Group's overall management and business. As the top corporate manager, he has demonstrated leadership and has been leading the Group's management. The Company judges that he will continue to contribute to the sustainable growth of the Group and the enhancement of its corporate value over the medium to long term, and that he is capable of appropriately fulfilling duties as a Director of the Company. Therefore, the Company renominates him as a candidate for Director.		
	[Special interests between the candidate for Director and the Company] None		

No.	Name (Date of birth)	Career summary and positions at the Company	Number of shares of the Company held
2	 <p data-bbox="209 483 384 562">Ikunobu Sonoda (July 21, 1959)</p> <p data-bbox="209 591 384 651">[Reappointment] [Male]</p> <p data-bbox="185 680 408 831">Term of office as Director: 1 year and 8 months (as of the conclusion of this Meeting)</p> <p data-bbox="185 860 408 954">Attendance at Board of Directors meetings: 14/14 (100%)</p>	<p data-bbox="432 271 544 293">April 1982</p> <p data-bbox="432 300 544 322">April 2012</p> <p data-bbox="432 329 544 351">July 2014</p> <p data-bbox="432 389 544 412">July 2015</p> <p data-bbox="432 418 544 441">April 2017</p> <p data-bbox="432 479 544 501">June 2018</p> <p data-bbox="432 568 544 591">June 2018</p> <p data-bbox="432 598 544 620">June 2019</p> <p data-bbox="432 627 544 649">June 2019</p> <p data-bbox="432 656 544 678">June 2019</p> <p data-bbox="432 685 544 707">October 2024</p> <p data-bbox="432 792 1198 887">[Responsibilities within the Company and significant concurrent positions] President, Techno Quartz Inc. Director, GL TECHNO America, Inc.</p>	<p data-bbox="1362 591 1442 651">23,542 shares</p>
<p data-bbox="193 994 703 1016">[Reason for nomination as candidate for Director]</p> <p data-bbox="193 1023 1474 1211">Mr. Ikunobu Sonoda has extensive experience in business execution and a solid track record in the management of the Semiconductor Business as President of Techno Quartz Inc. He has also served as Representative Director and Vice President of the Company since its establishment, and possesses extensive knowledge of the Group's overall management and business. While supporting the President, he has demonstrated leadership and has been leading the Group's management. The Company judges that he will continue to contribute to the sustainable growth of the Group and the enhancement of its corporate value over the medium to long term, and that he is capable of appropriately fulfilling duties as a Director of the Company. Therefore, the Company renominates him as a candidate for Director.</p>			
<p data-bbox="193 1234 927 1256">[Special interests between the candidate for Director and the Company]</p> <p data-bbox="193 1263 248 1285">None</p>			

No.	Name (Date of birth)	Career summary and positions at the Company	Number of shares of the Company held
3	 Koji Umehara (April 17, 1970)  [Reappointment] [Male]  Term of office as Director: 1 year and 0 months (as of the conclusion of this Meeting)  Attendance at Board of Directors meetings: 10/10 (100%)	April 1993      Joined The Sanwa Bank, Limited (currently MUFG Bank, Ltd.) September 2015      Deputy General Manager of Corporate Planning Division and General Manager of the Secretariat Office, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently MUFG Bank, Ltd.) April 2019      General Manager, Kojimachi Branch, MUFG Bank, Ltd. August 2021      Assistant to General Manager of the Administration Division, IWATSU ELECTRIC CO., LTD. April 2022      General Manager, Corporate Strategy Office, Administrative Division June 2023      Executive Officer, General Manager, Corporate Strategy Office, Administrative Division April 2024      Executive Officer, General Manager, Corporate Planning Department June 2024      Director, Executive Officer, General Manager, Corporate Planning Department December 2024      Advisor to Administrative Division, GL Sciences Inc. December 2024      Advisor to Administrative Division, the Company May 2025      Director, GL Sciences (Shanghai) Limited (incumbent) June 2025      Director in charge of Administrative Division, Executive Senior Manager, Administrative Division, GL Sciences Inc. (incumbent) June 2025      Director, Executive Senior Manager, Financial Strategy Division, the Company (incumbent)  [Responsibilities within the Company and significant concurrent positions] Director in charge of Administrative Division, Executive Senior Manager, Administrative Division, GL Sciences Inc. Director, GL Sciences (Shanghai) Limited	1,572 shares
[Reason for nomination as candidate for Director] Mr. Koji Umehara has extensive knowledge of finance and accounting, cultivated through his experience at financial institutions and other listed companies, as well as broad insight into management strategy. The Company judges that he will continue to contribute to the sustainable growth of the Group and the enhancement of its corporate value over the medium to long term, and that he is capable of appropriately fulfilling duties as a Director of the Company. Therefore, the Company renominates him as a candidate for Director.			
[Special interests between the candidate for Director and the Company] None			

(Notes)


1. The number of shares of the Company held by candidates for Directors is as of March 31, 2026 and includes the number of shares held under the name of the Company's Director Shareholding Association.
2. The Company has entered into a directors and officers liability insurance agreement as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The insurance agreement shall cover compensation for damages, including litigation expenses to be borne by Directors resulting from their duties. The candidates have already been insured by the said insurance agreement and will continue to be insured after their reelection. Also, the said insurance agreement will be renewed in October 2026.


**Proposal 3: Election of Three (3) Directors Who Are Audit and Supervisory Committee Members**


The terms of office of all three (3) Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this year's Annual General Meeting of Shareholders. Accordingly, the election of three (3) Directors who are Audit and Supervisory Committee Members is proposed.

The Audit and Supervisory Committee has previously given its approval to this proposal.

The candidates for Directors who are Audit and Supervisory Committee Members are as follows.

No.	Name (Date of birth)	Career summary and positions at the Company	Number of shares of the Company held
1	 <p>Takahiro Saito (December 25, 1963)</p> <p>[Reappointment] [Male] [Outside]</p> <p>Term of office as Director: 1 year and 8 months (as of the conclusion of this Meeting)</p> <p>Attendance at Board of Directors meetings: 14/14 (100%)</p> <p>Attendance at Audit and Supervisory Committee meetings: 15/15 (100%)</p>	<p>April 1987      Joined The Sanwa Bank, Limited (currently MUFG Bank, Ltd.)</p> <p>May 2005      Deputy General Manager, Singapore Branch, UFJ Bank Limited (currently MUFG Bank, Ltd.)</p> <p>November 2008      General Manager, Corporate Banking Department No. 2, Shibuya Branch, The Bank of Tokyo-Mitsubishi UFJ, Ltd. (currently MUFG Bank, Ltd.)</p> <p>February 2011      General Manager, Esaka Branch, The Bank of Tokyo-Mitsubishi UFJ, Ltd.</p> <p>April 2013      General Manager, Aoyama Branch, The Bank of Tokyo-Mitsubishi UFJ, Ltd.</p> <p>September 2016      President and Representative Director, Solution Design Co., Ltd.</p> <p>June 2023      Director (Audit and Supervisory Committee Member) (Outside Director), GL Sciences Inc.</p> <p>February 2024      Auditor, FLOM Corporation (incumbent)</p> <p>October 2024      Auditor, GL Sciences Inc. (incumbent)</p> <p>October 2024      Director (Full-time Audit and Supervisory Committee Member) (Outside Director), the Company (incumbent)</p> <p>[Responsibilities within the Company and significant concurrent positions] Auditor, GL Sciences Inc. Auditor, FLOM Corporation</p>	<p>– shares</p>
<p>[Reason for nomination as candidate for Outside Director and expected roles] Mr. Takahiro Saito has extensive experience and knowledge gained through his service at financial institutions, engagement in management of an investment fund management company, and service as an outside director at several investees. The Company judges that Mr. Takahiro Saito will provide management supervision and advice from a global viewpoint and from a neutral and objective perspective and contribute to the enhancement of the functions of the Board of Directors and the sustainable growth of the entire Group, and thus nominates him as a candidate for Outside Director who is an Audit and Supervisory Committee Member.</p>			
<p>[Special interests between the candidate for Director and the Company] None</p>			

No.	Name (Date of birth)	Career summary and positions at the Company	Number of shares of the Company held
2	 <p>Yumiko Nagasawa (November 6, 1959)</p> <p>[Reappointment] [Female] [Outside]</p> <p>Term of office as Director: 1 year and 8 months (as of the conclusion of this Meeting)</p> <p>Attendance at Board of Directors meetings: 14/14 (100%)</p> <p>Attendance at Audit and Supervisory Committee meetings: 15/15 (100%)</p>	<p>April 1984      Joined Nikko Securities Co., Ltd. (currently SMBC Nikko Securities Inc.)</p> <p>July 1997        Vice President, Individual Investment Division, Citibank N.A. (Tokyo)</p> <p>June 2000        Vice President, SSB Citi Asset Management Co., Ltd. (currently Franklin Templeton Japan Co., Ltd.)</p> <p>December 2004   Director General, Foster Forum</p> <p>August 2008     Representative Director, Nagasawa Building Co., Ltd.</p> <p>January 2016     Counselor, Financial Services Agency (incumbent)</p> <p>January 2016     Director, Nippon Association of Consumer Specialists (incumbent)</p> <p>June 2018        Facilitator, Foster Forum (incumbent)</p> <p>June 2018        Director (Outside Director), Yamaguchi Bank, Ltd.</p> <p>June 2018        Director, Japan Industrial Association</p> <p>June 2020        Director (Outside Director), Yamaguchi Financial Group, Inc.</p> <p>June 2020        Director, NPO Consumer Organization of Japan (incumbent)</p> <p>June 2021        Director (Outside Director), Yakult Honsha Co., Ltd. (incumbent)</p> <p>June 2021        Director (Audit and Supervisory Committee Member) (Outside Director), GL Sciences Inc.</p> <p>September 2022   Audit and Supervisory Board Member, I-O Wealth Advisors, Inc. (incumbent)</p> <p>June 2023        Director (Audit and Supervisory Committee Member) (Outside Director), Yamaguchi Financial Group, Inc. (incumbent)</p> <p>October 2024     Director (Audit and Supervisory Committee Member) (Outside Director), the Company (incumbent)</p> <p>[Responsibilities within the Company and significant concurrent positions] Director (Audit and Supervisory Committee Member) (Outside Director), Yamaguchi Financial Group, Inc. Director (Outside Director), Yakult Honsha Co., Ltd.</p>	<p>– shares</p>
<p>[Reason for nomination as candidate for Outside Director and expected roles] Ms. Yumiko Nagasawa has extensive experience and knowledge at financial institutions and incorporated associations as well as experience as outside directors at business corporations. The Company judges that Ms. Yumiko Nagasawa will provide management supervision and advice from a neutral and objective perspective and contribute to the enhancement of the functions of the Board of Directors and the sustainable growth of the entire group, and thus nominates her as a candidate for Outside Director who is an Audit and Supervisory Committee Member.</p>			
<p>[Special interests between the candidate for Director and the Company] None</p>			

No.	Name (Date of birth)	Career summary and positions at the Company	Number of shares of the Company held
3	 Taketo Morita (March 23, 1976) [Reappointment] [Male] [Outside] Term of office as Director: 1 year and 8 months (as of the conclusion of this Meeting) Attendance at Board of Directors meetings: 14/14 (100%) Attendance at Audit and Supervisory Committee meetings: 15/15 (100%)	October 2004 Registered at the Tokyo Bar Association October 2004 Joined MATSUDA & PARTNERS June 2013 Auditor, LCR Real Estate Investment Management, Inc. (incumbent) April 2016 Partner, MATSUDA & PARTNERS (incumbent) June 2020 Director (Audit and Supervisory Committee Member) (Outside Director), Techno Quartz Inc. March 2021 Director (part-time), YAOKO Child Support Foundation (incumbent) October 2024 Director (Audit and Supervisory Committee Member) (Outside Director), the Company (incumbent) April 2025 Auditor (Outside Auditor), Next Capital Partners Co., Ltd. (incumbent) June 2025 Auditor (Outside Auditor), Koriyama View Hotel Co., Ltd. (incumbent) [Responsibilities within the Company and significant concurrent positions] Partner, MATSUDA & PARTNERS	– shares
[Reason for nomination as candidate for Outside Director and expected roles] Mr. Taketo Morita is conversant with corporate legal affairs and corporate governance as an attorney-at-law. The Company judges that Mr. Taketo Morita will conduct audits and supervision from an objective perspective based on his deep insight and expertise and contribute to the enhancement of the functions of the Board of Directors and the sustainable growth of the entire group, and thus nominates him as a candidate for Outside Director who is an Audit and Supervisory Committee Member.			
[Special interests between the candidate for Director and the Company] None			

(Notes)

- The number of shares of the Company held by candidates for Directors is as of March 31, 2026 and includes the number of shares held under the name of the Company's Director Shareholding Association.
- Mr. Takahiro Saito, Ms. Yumiko Nagasawa and Mr. Taketo Morita are candidates for Outside Directors.
- The Company has designated Mr. Takahiro Saito, Ms. Yumiko Nagasawa and Mr. Taketo Morita as independent directors as prescribed by the Tokyo Stock Exchange and reported their appointment to the Tokyo Stock Exchange. If Mr. Takahiro Saito, Ms. Yumiko Nagasawa and Mr. Taketo Morita are elected, they will be appointed again as independent directors.
- The Company has entered into agreements with Mr. Takahiro Saito, Ms. Yumiko Nagasawa and Mr. Taketo Morita in accordance with the provision of Article 427, Paragraph 1 of the Companies Act to limit their liability for damages pursuant to Article 423, Paragraph 1 of the said act. If their reelection is approved, the Company will continue the liability limitation agreement with each of them. The amount of liability for damages in accordance with this agreement is limited to the minimum liability amount stipulated in Article 425, Paragraph 1 of the said act.
- The Company has entered into a directors and officers liability insurance agreement as stipulated in Article 430-3, Paragraph 1 of the Companies Act with an insurance company. The insurance agreement shall cover compensation for damages, including litigation expenses to be borne by Directors resulting from their duties (excluding cases of falling under any of the exclusions specified in the insurance agreement). The candidates will be included in the insured. The Company will renew the agreement under the same terms and conditions at the next agreement renewal.

(Reference) Skill Matrix of the Board of Directors

The Company structures the Board of Directors based on the idea of ensuring diversity and balance with a focus on Directors' knowledge, experience, ability, as well as gender and internationality.

If Proposal 2 and Proposal 3 are approved as originally proposed at this Meeting, the expertise and experience of each Director will be shown as follows.

		Key specializations and background (Expertise and experience expected of Directors and Audit and Supervisory Committee Members)						
		1	2	3	4	5	6	7
Name [Gender]	Positions at the Company	Corporate management	Group strategy	Sustainability	Global business	Business area marketing	Finance & accounting/ HR/ Legal affairs	Compliance/ Risk management
Yoshihiro Nagami [Male]	Representative Director and President	●	●		●	●		
Ikunobu Sonoda [Male]	Representative Director and Vice President	●	●	●		●		
Koji Umehara [Male]	Director	●	●				●	
Takahiro Saito [Male]	Director Full-time Audit and Supervisory Committee Member (Outside Director)	●			●		●	●
Yumiko Nagasawa [Female]	Director Audit and Supervisory Committee Member (Outside Director)			●				●
Taketo Morita [Male]	Director Audit and Supervisory Committee Member (Outside Director)			●			●	●

\* The above table does not represent all of the expertise and experience they possess.

