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UNISOL Holdings Corporation

Ryohei Furusato, Representative Director, President

Contact : Group Governance Unit 06-6946-1600

Securities code : 7128

<https://www.unisol-gr.com/en/>

The corporate governance of UNISOL Holdings Corporation (the “Company”) is described below.

I. Basic Views on Corporate Governance, Capital Structure, Corporate Attributes, and Other Key Information

1. Basic Views

UNISOL Holdings Corporation considers that fundamental approach to corporate governance is to fulfill our responsibilities to all stakeholders and future society. To that end, we establish a fair and transparent management system, we aim to achieve cohesive group management through swift and efficient decision-making, and we strive for sustainable growth and the enhancement of corporate value over the medium to long term.

Our Board of Directors is responsible for charting the strategic direction of the Group, efficiently securing and appropriately allocating Group management resources, formulating and executing capital policies, and overseeing the construction and operation of internal control systems throughout the entire Group. This allows us to accurately identify business risks within the Group and thoroughly manage overall profit and risk—contributing to the establishment of a robust Group management system.

Furthermore, we have established the Group Philosophy (our slogan, vision, mission, three values, and seven standards) as the fundamental management principles shared by all employees of the Group. We will continuously work to strengthen corporate governance through the practical application of these principles.

<UNISOL Group philosophy>

【SLOGAN】 “Our motto and promise to society”

Unlocking “Aha!” moments, one after another.

【VISION】 “The future we hope to build”

Towards a world overflowing with “I want to make this happen!”

【MISSION】 “Our daily mission”

Pioneering the present with inspiring solutions, and partnering for your journey beyond.

【VALUES】 “Three values we possess”

- ”Co-creative spirit” We recognize people and their ideas that are different from our own and exchange our opinions.
- ”Growth motivation” We are always seeking challenges to grow.
- ”Thinking of issues as our own matters” We face any issues with sincerity and take action on our own initiatives.

【OUR STANDARS】 “Seven standards when we think and act as group members”

1. We comply with all relevant laws and societal rules, and maintain a high sense of ethics.
2. We respect human rights, protect the dignity of the individual, and recognize and accept diversity.
3. We recognize the importance of environmental and social action to achieve sustainability, and actively engage in such activity.
4. We value honesty and always try to be fair and equitable.
5. We always consider the option of seizing a challenging opportunity, even if this involves taking a risk.
6. We strive for sincerity in all things in order to build on and secure trust in both our public and private lives.
7. We understand the significance of our work and other activities and see these as opportunities for self-fulfillment in service of continued growth.

【Reasons for Non-compliance with the Principles of the Corporate Governance Code】

[Supplementary Principle 2.4.1 Ensuring Diversity in Promotion to Core Human Resources]

<Thinking about ensuring diversity>

Recognizing diverse human resources and their development to contribute to increasing corporate value over the medium to long term, the Company actively hires women, foreign nationals, and Mid-career hires. We also strive to hire human resources with scientific backgrounds to address new technologies and social issues above and beyond existing frameworks.

<Voluntary, quantifiable goals for ensuring diversity, and their status>

The status and numerical targets of the Company's hiring of women managers, foreign national employees, and human resources with scientific backgrounds are described below.

KPIs	(Results)	(Targets)
	Year ended December 2025	Year ended December 2026
Women as a percentage of managers	2.1%	3.0%
Number of foreign national employees	20	30
Percentage of human resources hired with scientific backgrounds	10.2%	9.0%

*Women as a percentage of managers, the number of foreign national employees, and the percentage of human resources hired with scientific backgrounds are calculated for the Company and its three major consolidated subsidiaries (Furusato Industries, Ltd., Maruka Corporation, and G-Net

Corporation).

No quantifiable targets have been set at this time regarding promotion of foreign nationals and Mid-career hires to managerial posts. Since the merger in October 2021, the Company has promoted employee exchange across the boundaries between Group companies. This helps to generate synergies through human resources skilled and experienced with Group companies filling managerial and other posts at other Group companies. First, we consider it a top priority to fuse Group companies' human resources and strive to increase corporate value. At the same time, we continue to actively hire foreign nationals and Mid-career hires. We consider promoting their advancement to managerial posts to be important for securing sustained corporate growth.

<HR development policies and internal environmental improvement policies for securing diversity, and their status>

Our Human Resource Development Policy calls for "Developing unique human resources with an ownership mindset." To develop human resources able to realize the Group's philosophical mission of "Pioneering the present with inspiring solutions, and partnering for your journey beyond," we are promoting the three pillars of human resources development of "Creating an organization that 'utilizes diversity,'" "Cultivating awareness that 'encourages people to challenge themselves,'" and "Undertaking human resources development that 'fosters autonomy.'" We are implementing various training programs such as career training by age range and career design training for women and striving to enhance internal systems such as the self-application system, the recruitment system, and the free-agent system.

In addition, seeking to ensure fair evaluation of diverse human resources and develop environments to enable them to thrive, in addition to deployment of various measures we have integrated the HR systems of Furusato Industries, Ltd., Maruka Corporation, and G-Net Corporation, launching a new HR system in July 2024. This HR system contributes to equality and fairness. It also encourages employees' individual growth and promotes integration of Group companies.

In addition, in FY 2025 we held a D&I Workshop intended to accelerate promotion of diversity and inclusion in the Group and make integration of Group companies more concrete.

【Disclosure Based on each Principle of the Corporate Governance Code】

[Supplementary Principle 1.2.4. Use of the Electronic Voting Platform]

The Company offers exercise of voting rights over the Internet and participates in the Electronic Voting Platform to facilitate exercise of voting rights by institutional investors, overseas investors, and others. We also issue English translations of Convocation Notices of Ordinary General Meetings of Shareholders at the same time as the Japanese notices.

[Principle 1.4. Cross-Shareholdings]

We may hold cross-shareholdings of listed shares in order to build, maintain, and strengthen stable, long-term transaction relationships. Every year, the General Manager of the Company's Administrative Headquarters will verify matters such as the importance and economic rationale of cross-shareholdings by assessing the purpose of holding, unrealized gains/losses, book value and

current value, dividends, and transaction volumes for each issue and submit the findings to the Company Board of Directors for review. The Company has a basic policy of reducing holdings of shares that are insufficiently important as cross-shareholdings or inconsistent with Company capital policies.

The Company will not impede sale or other transactions intended by parties holding shares of Company stock as cross-shareholdings.

Voting rights on cross-shareholdings are exercised appropriately through thorough review of the content of resolutions and judgment of whether or not they would contribute to increasing shareholder value. If it has been determined that exercise of voting rights would be detrimental to shareholder value, then the Company will express its view as a shareholder instead of deciding to approve the proposal.

[Principle 1.7. Related Party Transactions]

When trading with related parties such as Directors and major shareholders (related party transactions), the Company reviews the content of such transactions closely to ensure that they are not detrimental to the shared interests of the Company and shareholders and reports the results of such transactions to the Board of Directors. In-house rules stipulate that transactions involving conflicts of interest between the Company and Directors are subject to deliberation by the Board of Directors and monitoring and verification by the Audit and Supervisory Committee to ensure that such transactions do not violate the duties of Directors.

[Principle 2.6. Roles of Corporate Pension Funds as Asset Owners]

In addition to ensuring that investment of corporate pension funds contributes to stable asset building for employees, the Company has assigned the executive officer in charge of the finance section responsibility for monitoring the status of investment by regularly collecting information from the asset managers, and it establishes opportunities for dialogue with the asset managers as necessary. To manage corporate pension funds appropriately, the Company will continue to increase its specialization as asset owner of corporate pension funds by developing and appointing appropriate human resources.

[Principle 3.1. Full Disclosure]

(i) Company objectives (e.g., business principles), business strategies, and business plans Described under "I. Basic Views on Corporate Governance, Capital Structure, Corporate Attributes, and Other Key Information: 1. Basic Views" in this Report. While the Company strived to differentiate itself in existing business domains by giving concrete form to integration synergies and enter new business domains as basic strategies under the UNISOL Medium-term Management Plan announced on March 30, 2022, it is revising the quantitative targets for the final fiscal year of the plan (the year ending December 2026) in light of recent performance trends and other factors.

*See "Notice of Revisions to Numerical Targets for the Final Fiscal Year of the Medium-Term Management Plan" on the News page of the Company website concerning these revisions.

<https://pdf.irpocket.com/C7128/YpwX/rhmU/kyio.pdf>

(ii) Basic views on corporate governance

Described under "I. Basic Views on Corporate Governance, Capital Structure, Corporate Attributes, and Other Key Information: 1. Basic Views" in this Report.

(iii) Policies and procedures for decisions on Director remuneration

To ensure transparency and objectivity in decisions on Director remuneration, such decisions are subject to deliberation in the Compensation Committee, a body under the Board of Directors in which a majority of members are Outside Directors (excluding Directors serving as Audit and Supervisory Committee members) and chaired by an Outside Director. The content of such deliberations is reported to the Board of Directors and subject to decision through deliberations by the Board, reflecting opinions or comments from the Audit and Supervisory Committee, if any. In addition, a performance-linked stock compensation program has been adopted to provide incentives to Directors (excluding Outside Directors and Directors serving as Audit and Supervisory Committee members).

Remuneration of Outside Directors and Directors serving as Audit and Supervisory Committee members consists of fixed remuneration (cash) only. The total amount of remuneration for Directors serving as Audit and Supervisory Committee members is determined within the extent of the limits decided by the General Meeting of Shareholders. The Audit and Supervisory Committee makes decisions on distribution of this total remuneration amount to individual Directors serving as Audit and Supervisory Committee members.

(iv) Procedures for selection and dismissal of executive management and nomination procedures for Directors

Based on its fiduciary responsibility to shareholders, the Company has established the Policies and Procedures for Selection and Dismissal of Directors to enable the Board of Directors to perform their roles and responsibilities effectively for selection and dismissal of candidates for Directors (excluding Audit and Supervisory Committee members) and Directors serving as Audit and Supervisory Committee members and operates accordingly.

The Company has also established a voluntary Nomination Committee to enhance the independence, objectivity and accountability of functions of the Board of Directors related to selection and dismissal of Directors. A majority of the Nomination Committee consists of Independent Outside Directors, and the Committee is chaired by an Outside Director. Procedures for selection and dismissal of Directors are established by the Board of Directors following deliberation in the Nomination Committee. These policies are described below.

● Selection criteria and procedures for Directors (excluding Audit and Supervisory Committee members)

(Selection criteria)

1. Of sound mental and physical health and abundant in law-abiding spirit
2. Possessing outstanding character and discernment and a strong management consciousness and

well-versed in various management topics

3. Possessing outstanding abilities for objective analysis and judgment and able to express personal opinions actively from a Companywide perspective
4. Possessing knowledge, abilities, and extensive experience to be able to contribute to formulation and performance of Group management strategies
5. Able to make best efforts toward realization of continuous growth and medium- to long-term increases in corporate value based on the Group's philosophy and management policies
6. Not subject to any of the grounds for disqualification as a Director under Article 331, Paragraph 1 of the Companies Act
7. For Outside Directors, able to make decisions objectively, fairly, and with neutrality based on extensive experience and a high level of discernment in specialized fields such as corporate management, law and governance, finance, and financial accounting, satisfying the requirements of an Outside Director in Article 2, Paragraph 15 of the Companies Act, and judged to maintain independence and neutrality and present no impediments to the performance of duties with regard to concurrent posts as officers of other companies

(Selection procedures)

1. Selection of Directors (excluding Audit and Supervisory Committee members) is made through a resolution of the General Meeting of Shareholders. Candidate Directors (excluding Audit and Supervisory Committee members) proposed to the General Meeting of Shareholders shall be submitted to the Nomination Committee following screening of candidates based on the above criteria by the Representative Directors.
2. The Board of Directors shall decide on candidates for Directors (excluding Audit and Supervisory Committee members) through sufficient deliberation based on the findings of the Nomination Committee and reflecting the opinions of the Audit and Supervisory Committee.

- Selection criteria and procedures for Directors serving as Audit and Supervisory Committee members

(Selection criteria)

1. Of sound mental and physical health and abundant in law-abiding spirit
2. Possessing outstanding character and discernment and able to devote the time and effort necessary to appropriately performing the roles and responsibilities demanded of a Company Audit and Supervisory Committee member
3. Possessing outstanding abilities for objective analysis and judgment, able to express opinions unreservedly in the Board of Directors, and able to demonstrate checks and balances functions vis-a-vis other Directors
4. Able to carry out auditing and oversight of the performance of the duties of Directors objectively, appropriately, fairly, and efficiently based on extensive experience and a high level of discernment in specialized fields such as corporate management, law and governance, finance, and financial accounting
5. Not subject to any of the grounds for disqualification as an Audit and Supervisory Committee

member under Article 331, Paragraphs 1 and 3 of the Companies Act

6. For an Outside Director, satisfying the requirements of an Outside Director in Article 2, Paragraph 15 of the Companies Act and judged to maintain independence and neutrality and present no impediments to the performance of duties with regard to concurrent posts as officers of other companies

(Selection procedures)

1. Selection of Directors serving as Audit and Supervisory Committee members is made through a resolution of the General Meeting of Shareholders. Resolutions on selection of Audit and Supervisory Committee members submitted to the General Meeting of Shareholders shall be submitted to the Board of Directors with the consent of the Audit and Supervisory Committee, following screening of the candidates based on the above criteria by the Representative Directors and then review by the Nomination Committee.
2. The Board of Directors shall decide on candidates for Directors serving as Audit and Supervisory Committee members based on the findings of the Nomination Committee and after confirming the consent of the Audit and Supervisory Committee.

- Executive management selection policies and procedures

(Selection policies)

The Company defines the Representative Directors as executive management. Nomination of candidates for executive management by the Company shall be made through deliberation by the Nomination Committee in light of the following criteria, reporting to the Board of Directors of the findings of such deliberation, and decision by the Board of Directors.

(Selection criteria)

1. Qualified to lead Group management
2. Recognized to have performed duties appropriately through now
3. Having fully performed duties and generated steady results or expected to achieve results in the future
4. Expected to contribute to Group growth and progress as a Representative Director

(Selection procedures)

1. Executive management shall be chosen through resolutions of the Board of Directors.
2. Candidates for executive management shall be chosen by the Board of Directors following deliberation by the Nomination Committee based on the selection criteria.

- Others

(Dismissal)

Directors (excluding Audit and Supervisory Committee members) and Directors serving as Audit and Supervisory Committee members (including outside directors in both cases) shall be subject to the specified procedures under laws and regulations if they fail to satisfy any of the conditions of the

selection criteria during their terms of office.

(v) Explanation of selection, dismissal, and appointment of individual Directors etc.

Reasons for selection and dismissal of individual Directors etc. are described in the Convocation Notices of General Meetings of Shareholders Procedures for decisions on dismissal of Directors are carried out in accordance with the provisions of the Companies Act of Japan.

*Convocation Notice of the 5th Ordinary General Meeting of Shareholders :

<https://www.unisol-gr.com/en/ir/meeting/>

[Supplementary Principle 3.1.2. Disclosure / Provision of information in English]

In light of the percentages of overseas shareholders and investors, the Company discloses information such as financial results, Convocation Notices of General Meetings of Shareholders, and other IR materials in English on the Company website.

[Supplementary Principle 3.1.3. Initiatives on sustainability]

The Company recognizes sustainability-related issues as important topics of management for not only future risk reduction but also earnings opportunities. We have established the Sustainability Committee under the leadership of the President and Representative Director to discuss and decide on sustainability-related issues. In addition, to realize the UNISOL Group philosophy's Vision "Towards a world overflowing with 'I want to make this happen!'" we have formulated a Basic Policy on Sustainability that aims to balance economic and social value.

To promote this policy, we have identified priority issues (materialities) linked to the five themes outlined in the Basic Policy as our social responsibilities. We then integrate these into the strategies and initiatives of each operating company and department.

<Materialities of the Basic Policy on Sustainability>

Theme 1

Achieve harmony and coexistence with the environment

Corresponding materiality : Reducing environmental impacts in our business activities

Theme 2

Support sustainability in the manufacturing industry

Corresponding materiality : Improving productivity through proposals for automation and labor-saving for production equipment and construction sites

Theme 3

Realize a secure, safe, and comfortable society

Corresponding materiality : A secure, safe, and stable supply system for products and merchandise

Theme 4

Increase work motivation, and promote growth and social contribution
Corresponding materiality : Promotion of diversity & inclusion

Theme 5

Promote fair and honest corporate activities

Corresponding materiality : Strengthening our risk management and crisis management systems

<Efforts to address materiality issues>

We are advancing efforts to achieve our targets under the quantitative goals and action policies for each materiality issue in 2026, the final fiscal year of the current Medium-Term Management Plan.

On "Reducing environmental impacts in our business activities," we are aiming to reduce greenhouse gas emissions (Scopes 1 and 2) from Company activities. In this way, we are striving to reduce the Group's environmental impact. Specifically, we are working to reduce emissions through adoption of solar power equipment, switching electric power to renewable energy, and purchase of non-fossil-fuel certificates.

On the two materiality issues of "Reducing environmental impacts in our business activities" and "Improving productivity through proposals for automation and labor-saving for production equipment and construction sites," we are striving to contribute to solutions to social issues through our main businesses under the goal of increasing sustainability sales, which we define as the percentage of sales made up of projects related to energy saving, automation, and labor saving.

On the materiality issue of "A secure, safe, and stable supply system for products and merchandise," we have adopted policies that include maintenance and enhancement of internal systems for responding to various social demands. Specifically, as efforts on respect for human rights, we have formulated a human rights policy, announced our respect for international norms and basic principles such as the United Nations Guiding Principles on Business and Human Rights, and are promoting human rights due diligence. Regarding supply-chain management, we have formulated a sustainable procurement policy and are striving to implement sustainable procurement. We also survey key Group suppliers on self-inspections based on our procurement policies.

On "Promotion of diversity & inclusion," we are aiming to become an innovative organization that generates inspiring solutions through the creation of an environment in which human resources with various skills and backgrounds can play active roles. See the description regarding [Supplementary Principle 2.4.1 Ensuring Diversity in Promotion to Core Human Resources] for details.

To strengthen the risk management and crisis control systems, we have set the targets of a 100% participation rate in compliance training and enhancement of the risk management system, centered on the Risk Control Committee. We are advancing efforts to build the foundations needed to establish and advance Group risk management systems and achieve sustained corporate growth through

thorough compliance.

*The Securities Report and Integrated Report may be viewed in the IR section of the Company website.: <https://www.unisol-gr.com/en/ir/library/>

*Website Sustainability page: <https://www.unisol-gr.com/en/sustainability/>

[Investment in human capital]

Recognizing that corporate growth is achieved through the development of individual employees and the integration of individual Group companies, the Group promotes various measures based on the Human Resource Development Policy and the Human Resource Active Participation Promotion Policy. We are also striving to develop environments in which employees can continue to work with high motivation.

In human resource development, the Group, whose main business is that of a holding company, considers it to be essential to secure, retain, develop, and dynamically utilize human resources strategically, since the added value that we supply is highly dependent on our people. Based on the UNISOL Group philosophy, we promote development of human resources that are able to continuously provide unique solutions to customers' challenges, under the fundamental Human Resource Development Policy of "Developing unique human resources with an ownership mindset."

In addition, since the Group was born in October 2021 with the merger of different groups of companies, it is essential to fully generate synergies and other results of integration for achievement of our Medium-Term Management Plan. For this reason, to enable each and every employee to thrive while demonstrating individual abilities to the fullest, we consider it vital to take steps such as building an optimal human resource portfolio and integrating internal systems to assign the right people to the right posts in the Group.

Based on the above considerations, we take steps such as investment in human capital and other measures. In the year ended December 2024, we systematized and implemented training for managers and managerial candidates and integrated Group HR systems, among other measures going above and beyond company boundaries. Together with integration of Group HR systems, we launched a new education and training system in the year ended December 2025. This has further promoted stimulation of HR exchange among Group companies and placement of the right people to the right posts. In addition to helping eligible employees to build their own assets, we adopted a program of restricted shares for the employee stock ownership plan as an incentive to further share value with shareholders and increase the Company's corporate value. We also dispose of treasury stock as restricted shares. In the year ended December 2024, we introduced an employee stock ownership plan (ESOP) trust to contribute to sustained growth in corporate value by fostering a sense of participation in management among employees.

[Investment in intellectual property]

Under the Platform Strategy that is one of the basic strategies of the Medium-Term Management Plan, the Group aims to build a solutions platform that combines the ability to meet customer needs

with comprehensive solutions capabilities. To realize this platform, it is essential to complement the Group's intellectual property broadly defined, by adopting resources such as technological capabilities and expertise that we still do not have. Based on this understanding, we are promoting efforts such as building cooperative structures with diverse companies through business and capital tie-ups.

In January 2026, we invested in Mowito Robotics Inc. (Mowito) of the United States. Mowito has advanced AI control technologies such as "imitative learning platforms" that streamline the programming of industrial robots and "force controls" that enable flexible manipulation. Following our investment in EUREKA ROBOTICS PTE. LTD. (Eureka) last year, this investment in Mowito is accelerating enhancement of our technological bases by adding to the Group advanced technological expertise in the physical AI domain. Through these measures, we are striving to create new market value by further enhancing our ability to supply automation solutions in the manufacturing and logistics fields.

[Disclosure based on the TCFD framework]

The Company announced its support for the TCFD recommendations in November 2022.

Recognizing efforts to address climate change as essential to corporate survival and growth, we disclose information based on the TCFD framework and enhance the content of such disclosure as appropriate.

*Website: Climate change and disclosures based on TCFD recommendations:

<https://www.unisol-gr.com/en/sustainability/climate/>

[Supplementary Principle 4.1.1. Clear specification of the scope and content of matters delegated to management and a brief summary thereof]

The Company Board of Directors delegates management execution functions to Group companies to a reasonable extent and strives to enhance oversight functions for monitoring through Executive Directors of whether Group management is lawful and appropriate and achieves expected results. The Company has also adopted an executive officer system to clearly differentiate management decision making/oversight and business execution functions, enhance the functions of and accelerate decision-making by the Board of Directors as a whole, and ensure business efficiency.

The Board of Directors makes important management decisions and oversees business execution based on the provisions of laws and regulations, the articles of incorporation, and related Company rules. To accelerate decision-making on management execution, the Board of Directors delegates to the President and Representative Director authority related to business execution other than matters specified in laws and regulations, the articles of incorporation, and related Company rules.

In addition, the President and Representative Director may delegate authority related to business execution to Directors in charge of individual business and executive officers.

[Principle 4.8. Effective Use of Independent Outside Directors]

Five of the Company's nine Directors are Independent Outside Directors. The five Independent Outside Directors, who include two CPAs knowledgeable of accounting and finance, one attorney knowledgeable of the law, and two experienced managers from other companies, oversee and advise on management from independence perspectives and help to improve the functions of the Board of Directors and ensure its transparency.

[Supplementary Principle 4.8.3. Independence from controlling shareholders]

As of March 27, 2026, the Company has no controlling shareholder.

[Principle 4.9. Independence Standards and Qualification for Independent Directors]

The Company selects Outside Directors who satisfy the independence criteria of the Companies Act of Japan and the Tokyo Stock Exchange and in accordance with the Company's own independence criteria for outside directors. It also focuses on selecting Outside Directors who have extensive experience and specialized insights, which allow them to carry out frank and constructive advising and oversight of Company management.

[Supplementary Principle 4.10.1. Involvement and advice from Outside Directors on nomination and remuneration]

Three of the total of six Directors (excluding Directors serving as Audit and Supervisory Committee members) of the Company's Board of Directors are Independent Outside Directors (excluding Directors serving as Audit and Supervisory Committee members), and two of the total of three Directors serving as Audit and Supervisory Committee members are Independent Outside Directors. In light of the need to enhance transparency, objectivity, and accountability in nomination and remuneration of executive management and Directors, the Nomination Committee and the Compensation Committee have been established as specialized advisory bodies to the Board of Directors chaired by Outside Director. These committees provide appropriate involvement and advice. Each of the Nomination Committee and the Compensation Committee consists of three Outside Directors (excluding Directors serving as Audit and Supervisory Committee members) and two Inside Directors (excluding Directors serving as Audit and Supervisory Committee members). The majorities of Outside Directors strengthen their independence and objectivity.

Matters such as the authority and roles of the Nomination Committee and the Compensation Committee are described under "II. Status of Business Administration Organizations Pertaining to Management Decision-Making, Execution, and Auditing, and Other Corporate Governance Structures: 1. Matters Pertaining to Organizational Structure and Operation: Optional Committees: Optional committee corresponding to a nomination committee/Optional committee corresponding to a remuneration committee: Supplemental Explanation" in this Report.

[Supplementary Principle 4.11.1. View on the composition of the Board of Directors etc.]

The Articles of Incorporation specify that membership of the Board of Directors is to consist of up to eight Directors (excluding Directors serving as Audit and Supervisory Committee members), in order to contribute to effective management and lively discussions. As a Board composition suited to the Group's wide range of business domains, and in light of Board requirements concerning knowledge, experience, capabilities, and diversity and our management strategies, we have appointed three Directors (excluding Directors serving as Audit and Supervisory Committee members) as Executive Directors who possess the requisite individual skills and three Outside Directors (one of whom is a woman) who satisfy the independence criteria established by the Tokyo Stock Exchange, for a total of six members.

The Articles of Incorporation also call for appointment of up to three Directors serving as Audit and Supervisory Committee members. A majority of these Directors consists of Outside Directors who satisfy independence criteria. We have appointed a total of three Directors serving as Audit and Supervisory Committee members, consisting of one full-time Audit and Supervisory Committee member highly knowledgeable concerning Group businesses and two Outside Directors serving as Audit and Supervisory Committee members (one of whom is a woman) fully knowledgeable of finance, accounting, and corporate management.

The Company has established a Nomination Committee under the Board of Directors, on which Outside Directors (excluding Directors serving as Audit and Supervisory Committee members) make up a majority of committee members. This committee decides on matters such as Director selection policies, nomination standards, and procedures.

See the Skills Matrix below for a list of individual Directors' knowledge, experience, skills, etc.

[Supplementary Principle 4.11.2. Concurrent posts of Directors]

Concurrent posts of Directors, including Outside Directors, as officers of other companies are restricted to an appropriate extent that enables them to ensure necessary time and effort to fulfill their duties as Company Directors. Important concurrent posts of Directors are described in disclosure documents such as Convocation Notices of General Meetings of Shareholders and Securities Reports.

*Convocation Notice of the 5th Ordinary General Meeting of Shareholders :

<https://www.unisol-gr.com/en/ir/meeting/>

*Securities Reports are posted to the IR section of the Company website (IR/Securities Report etc.):

<https://www.unisol-gr.com/ir/library/report/> :

<https://www.unisol-gr.com/en/ir/library/earnings/>

[Supplementary Principle 4.11.3 Analysis and evaluation of overall effectiveness of the Board of Directors]

The Company evaluates the effectiveness of the Board of Directors each business year. This is intended to enhance the corporate governance structure further and increase corporate value over the

medium to long term, by verifying that the Board's roles and responsibilities are performed properly and improving their performance. Evaluation methods and results in the year ended December 2025 are summarized below.

1. Evaluation methods
 - a. Implementation date: December 2025
 - b. Subjects: Nine Directors in total, consisting of six Directors (not including Directors who are Audit and Supervisory Committee members) (including three Outside Directors) and three Directors who are Audit and Supervisory Committee members (including two Outside Directors).
 - c. Overview: Self evaluation (same as in the year ended December 2024)
The evaluation methods consisted of a survey of all Directors on the following items (grading each item on a scale of 1-5 and adding free comments by individual Directors) and analysis and evaluation by the Board

<Survey items>

- I. Structure and form of the Board of Directors
- II. Operation of the Board of Directors
- III. Discussions in the Board of Directors
- IV. Monitoring functions of the Board of Directors
- V. Dialogue with shareholders (investors)
- VI. Roles and responsibilities of the Board of Directors
- VII. Functions of the Audit and Supervisory Committee
- VIII. Support systems for Directors
- IX. Operation of the Nomination Committee and the Compensation Committee

2. Overview of evaluation results

Results of evaluation by the Board of Directors of its effectiveness are summarized below.

- The Board continues to be evaluated as generally effective.
- The number of persons authorized to decide on Board resolutions increased with changes to the organizational design upon migration to a company with an Audit and Supervisory Committee, and the Board's diversity improved in terms of experience and gender.
- Support structures to enhance the knowledge of Directors show trends toward strengthening and improvement, and Outside Directors increasingly provide comments and reports based on their experience and knowledge, improving the quality of Board discussions as a result.
- The following progress and improvements have been achieved regarding the issues identified as important topics to address from the results of the previous evaluation of Board effectiveness.
 - Improvement and strengthening of monitoring functions
Changes to the organizational design upon migration to a company with an Audit and

Supervisory Committee further raised awareness of monitoring, and individual Directors increasingly offered opinions and reports of a monitoring nature based on their own knowledge.

- Stimulation of the Nomination Committee
The Nomination Committee met three times in the year and made some progress on discussing succession plans.
- Enhancement of discussions to increase corporate value
Improvements to Board of Directors deliberation standards in response to the migration to a company with an Audit and Supervisory Committee were completed, helping to narrow down points of discussion and improve the quality of deliberations.
- At the same time, the view was expressed that discussions seemed to be lacking on subjects such as corporate growth strategy and human capital, and further enhancement of discussions, including study from a risk perspective, remained topics to address.

3. Future initiatives

This evaluation confirmed that, as described above, the Company's Board of Directors is generally effective. It also showed that some results and progress had been made on each of the three priority topics identified in the previous evaluation. At the same time, we continued to receive meaningful comments and opinions for making the Board even more effective. Taking these into overall consideration, the Board has identified the following as important themes to discuss and address this year in connection with the perspectives of medium- to long-term strategy and organizational and governance enhancements.

- **More in-depth deliberations on strategic themes**
 - Conducting more in-depth deliberations on important themes related to the core of corporate value creation, such as management strategies, the business portfolio, and human capital management
- **Further advancement of monitoring functions**
 - Enhancement of oversight functions leveraging Director diversity, through means such as stronger cooperation with the Audit and Supervisory Committee and the voluntary Nomination Committee / Compensation Committee
 - Strengthening efforts to demonstrate continual monitoring functions by enhancing multifaceted information concerning matters such as risks and governance

[Supplementary Principle 4.14.2. Directors training policy]

The Company provides newly appointed and continuing Directors with opportunities and funding support to learn and update the knowledge they need to fulfill their roles and responsibilities effectively. We also provide Outside Directors with opportunities to deepen their understanding of Company management policies and business details by conducting measures such as tours of sites, including those of Group companies.

Directors actively collect information and improve their knowledge of Company business

performance trends, finances, laws and legal responsibilities, and other matters related to corporate governance, so that they can perform their duties appropriately.

[Principle 5.1. Policy for Constructive Dialogue with Shareholders]

The Company provides timely information regarding its efforts toward sustained growth and medium- to long-term growth in corporate value. We aim to build appropriate corporate value by enabling shareholders and investors to evaluate the Company accurately, through information provision and constructive dialogue intended to help them correctly to understand matters such as Company management strategies and financial standing

The President and Representative Director oversees the Company's dialogue with shareholders and investors and strives to achieve constructive dialogue. Actual dialogue with shareholders and investors is conducted in cooperation with Representative Directors and other members of the management team, with the dedicated IR section in the Corporate Strategy Unit serving as a liaison. To enhance dialogue with shareholders and investors and ensure it is effective, we cooperate with individual sections of related Group companies to disclose information in conformity with laws, regulations, and other requirements.

In addition to disclosure required by law, the Company holds earnings presentations, individual meetings, and other activities for institutional investors. Information such as quarterly financial results, videos of earnings presentations and other events, and sponsored reports for investors is posted under IR information on the Company website. We will continue to promote understanding of Company business conditions and enhance dialogue through proactive, autonomous disclosure efforts.

*IR information on the Company website: <https://www.unisol-gr.com/en/ir/library/>

The Company has established a Disclosure Policy providing rules on information disclosure. This policy is posted on the Company website and thoroughly complied with. To prevent external leaks of insider information, we also cooperate with persons responsible for information management to control information thoroughly based on the Insider Trading Control Regulations.

*Disclosure Policy on the Company website: <https://www.unisol-gr.com/en/ir/disclosure-policy/>

[Status of shareholder dialogue etc.]

The Group proactively engages in IR activities to promote constructive dialogue with shareholders and investors to contribute to its sustained growth and increases in corporate value.

Earnings presentations are held at the end of the year and the second quarter (first half). In these presentations, the Chairperson and Representative Director, President and Representative Director, and Executive Officer/General Manager of the Administrative Headquarters describe matters such as Group business results and management strategies.

In FY 2025, a total of 51 individual IR dialogue meetings was held, with managers of the management team, including the President and Representative Director, IR personnel, and others in attendance. Main topics of dialogue include business performance trends based on disclosure of financial results, business strategies based on the Medium-Term Management Plan, synergies from management integration, the market environment, and capital policies (shareholder return policies).

【Action to Implement Management That Is Conscious of Cost of Capital and Stock Price】

The Group manages capital costs to maximize corporate value by improving capital efficiency in addition to growing sales and profits. We have adopted ROIC as a KPI for promoting such management. We promote development of practical activities through management and frontlines personnel taking an interest in and working together toward increasing ROIC.

We also award restricted shares to the employee stock ownership plan and have introduced an employee stock ownership plan (ESOP) trust, to foster a sense of participation in management among employees and further share value between them and Company shareholders.

For more information on the above matters, see "Continuously Improving Corporate Value" in the Medium-Term Management Plan on the Company website.

*"Continuously Improving Corporate Value" is available under IR information (Medium-Term Management Plan) on the Company website: : <https://www.unisol-gr.com/en/ir/mtmp/>

2. Capital Structure

Foreign Shareholding Ratio

20% or more but less than 30%

【Status of Major Shareholders】

Name or Company Name	Number of Shares Owned	Percentage (%)
FRT Y.K.	3,220,717	13.17
THE SFP VALUE REALIZATION MASTER FUND LTD	2,922,600	12.03
The Master Trust Bank of Japan, Ltd. (other trust account)	1,318,200	5.43
JP MORGAN CHASE BANK 385642	747,667	3.08
Furusato-Maruka Group employee stock ownership program	678,353	2.79
Nippon Life Insurance Company	496,640	2.04
SINOPACSEC	400,000	1.65
Shinsho Corporation	386,800	1.59
Hanwa Co., Ltd.	360,770	1.48
The Master Trust Bank of Japan (investment trust account)	359,700	1.48

Name of Controlling Shareholder, if applicable (excluding Parent Companies)	_____
Name of Parent Company, if applicable	None

Supplementary Explanation

1. Major shareholders are shown based on the registry of shareholders as of December 31, 2025. Treasury shares (1,943 shares) are excluded when calculating percentages of shareholdings.
2. Of the number of shares held by the Master Trust Bank of Japan (trust accounts) as of December 31, 2025, 1,318,200 shares were held in another trust, 359,700 shares in an investment trust, and 35,800 shares in an annuity trust, for a grand total of 1,713,700 shares held.
3. While a report on amendment of the major shareholdings report made available for public viewing on October 17, 2025 by Symphony Financial Partners (Singapore) Pte. Ltd. indicated that as of December 30, 2025 (the effective date of the reporting obligation) it held the following shares, since we were unable to confirm its effective holdings as of December 31, 2025 these are not included in the above information on major shareholders. The major shareholdings report contains the following information.

Name/number of shares held/percentage of shares held

- Symphony Financial Partners (Singapore) Pte. Ltd./4,252,000 shares/16.9%

3. Corporate Attributes

Listed Stock Exchange and Market Segment	Prime Market
Fiscal Year-End	December
Business Sector	Wholesale Trade
Number of Employees (Consolidated) as of the End of the Previous Fiscal Year	1,000 or more
Net Sales (Consolidated) for the Previous Fiscal Year	¥100 billion or more but less than ¥1 trillion
Number of Consolidated Subsidiaries as of the End of the Previous Fiscal Year	10 or more but fewer than 50

4. Policy on Measures to Protect Minority Shareholders in Conducting Transactions with

Controlling Shareholder

5. Other Special Circumstances which may have a Material Impact on Corporate Governance

II. Business Management Organization and Other Corporate Governance Systems regarding Decision-making, Execution of Business, and Oversight

1. Organizational Composition and Operation

Corporate Governance System	a Company With an Audit and Supervisory Committee
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【Directors】

Number of Directors Stipulated in Articles of Incorporation	11
Directors' Term of Office Stipulated in Articles of Incorporation	1
Chairperson of the Board	Chairperson (excluding those concurrently serving as President)
Number of Directors	9
Election of Outside Directors	Elected
Number of Outside Directors	5
Number of Independent Directors	5

Outside Directors' Relationship with the Company (1)

Name	Attributes	Relationship with the Company*										
		a	b	c	d	e	f	g	h	i	j	k
Hiroyuki Nakatsukasa	CPA											
Junko Takechi	Lawyer											
Hisao Takahashi	From another company											
Kyoko Hikita	CPA											

Yasuo Sasaki	From another company												
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*Categories for “Relationship with the Company”.

(Use “○” when the director presently falls or has recently fallen under the category; “△” when the director fell under the category in the past; “●” when a close relative of the director presently falls or has recently fallen under the category; and “▲” when a close relative of the director fell under the category in the past.)

- a. Person who executes business for the Company or its subsidiary
- b. Person who executes business for a non-executive director of the Company's parent company
- c. Person who executes business for a fellow subsidiary
- d. Person/entity for which the Company is a major client or a person who executes business for said person/entity
- e. Major client of the Company or a person who executes business for said client
- f. Consultant, accounting expert, or legal expert who receives large amounts of cash or other assets from the Company in addition to remuneration as a director/company auditor
- g. Major shareholder of the Company (in cases where the shareholder is a corporation, a person who executes business for the corporation)
- h. Person who executes business for a client of the Company (excluding persons categorized as any of d, e, or f above) (applies to director him/herself only)
- i. Person who executes business for another company that holds cross-directorships/cross-auditorships with the Company (applies to director him/herself only)
- j. Person who executes business for an entity receiving donations from the Company (applies to director him/herself only)
- k. Other

Name	Membership of Supervisory Committee	Designation as Independent Director	Supplementary Explanation of the Relationship	Reasons for Appointment
Hiroyuki Nakatsukasa		○	<p>Hiroyuki Nakatsukasa satisfies the Company's independence criteria for Outside Directors and has been reported to the Tokyo Stock Exchange as an independent officer.</p> <p>Significant concurrent position</p> <ul style="list-style-type: none"> • Representative of Nakatsukasa Certified Public Accountant and Tax Accountant Office • Outside Director (Audit and Supervisory Committee Member) of Kyoto Financial Group, Inc. 	<p>Based on his wealth of knowledge and experience in finance and accounting as a Certified Public Accountant and tax accountant, Hiroyuki Nakatsukasa has contributed to improving the quality of discussions by actively making remarks throughout meetings of the Board of Directors in general, and has played an appropriate role such as in supervising the execution of the business as Outside Director of the Company. He also has attended the Compensation Committee of the Company as the chairperson and taken a leading role in supervision of the decision-making process of compensation, etc. for Directors from an objective and neutral standpoint. The Company has appointed him as Outside Director based on its judgment that he will continue to play a role in providing advice and supervision regarding the Group's management with the use of his broad insight and abundant experience.</p> <p>Since there are no particular interests between him and the Company and he does not own Company stock, there has been judged to be no risk of a conflict of interest between him and general shareholders.</p>

Junko Takechi		○	<p>Junko Takechi satisfies the Company's independence criteria for Outside Directors and has been reported to the Tokyo Stock Exchange as an independent officer.</p> <p>Significant concurrent position</p> <ul style="list-style-type: none"> • Partner of Midosuji Legal Profession Corporation • Outside Director of IwaiCosmo Holdings, Inc. • Councilor, JR West Relief Foundation 	<p>Junko Takechi possesses the knowledge and experience cultivated as an attorney as well as a strong spirit of legal compliance. She has contributed to improving the quality of discussions by actively making remarks throughout meetings of the Board of Directors in general, and has played an appropriate role such as in supervising the execution of the business as Outside Director of the Company. She also has attended the Nomination Committee of the Company as the chairperson and taken a leading role in selection of candidates for the position of Director from an objective and neutral standpoint. The Company has appointed her as Outside Director based on its judgment that she will continue to play a role in providing advice and supervision regarding the Group's management with the use of her broad insight and abundant experience.</p> <p>Since there are no particular interests between her and the Company and she does not own Company stock, there has been judged to be no risk of a conflict of interest between her and general shareholders.</p>
Hisao Takahashi		○	<p>Hisao Takahashi satisfies the Company's independence criteria for Outside Directors and has been reported to the Tokyo Stock Exchange as an independent officer.</p> <p>Significant concurrent position</p> <ul style="list-style-type: none"> • Senior Partner of CO-SAKU GK • Specially Appointed Professor at Nagaoka University of Technology • Outside Director of Nitta Gelatin Inc. • Outside Director, USS Co., Ltd. 	<p>Hisao Takahashi was engaged in development projects at Honda R&D Co., Ltd. and Honda Motor Co., Ltd., and has experience working overseas. He has provided advice on the Group's management as an engineer as well as from a global perspective and has contributed to strengthening the management structure of the Company, as Outside Director. He also has attended the Nomination Committee and Compensation Committee of the Company as a member of both committees and been in charge of selection of candidates for the position of Director of the Company and supervision of the decision-making process of compensation, etc. for Directors from an objective and neutral standpoint. The Company has appointed him as Outside Director based on its judgment that he will continue to play a role in providing advice and supervision regarding the Group's management with the use of his broad</p>

				<p>insight and abundant experience.</p> <p>Since there are no particular interests between him and the Company and he does not own Company stock, there has been judged to be no risk of a conflict of interest between him and general shareholders.</p>
Kyoko Hikita	○	○	<p>Kyoko Hikita satisfies the Company's independence criteria for Outside Directors and has been reported to the Tokyo Stock Exchange as an independent officer.</p> <p>Significant concurrent position</p> <ul style="list-style-type: none"> • Director of Hikita CPA Firm • Professor at Institute of Business and Accounting, Professional Graduate School, Kwansei Gakuin University • Managing Director, the Japanese Institute of Certified Public Accountants • Outside Audit & Supervisory Board Member of PALTAC CORPORATION • Outside Auditor of AOYAMA TRADING Co., Ltd. 	<p>Kyoko Hikita has ample auditing experience and expert knowledge of finance and accounting from her many years as a Certified Public Accountant and has provided useful insights and forthright commentary on the Company's management as an Outside Audit & Supervisory Board Member at meetings of the Board of Directors. The Company has appointed her as an Outside Director who is an Audit and Supervisory Committee Member so that she can participate in the Company's management in that capacity.</p> <p>Since there are no particular interests between her and the Company, there has been judged to be no risk of a conflict of interest between her and general shareholders.</p>
Yasuo Sasaki	○	○	<p>Yasuo Sasaki satisfies the Company's independence criteria for Outside Directors and has been reported to the Tokyo Stock Exchange as an independent officer.</p>	<p>Yasuo Sasaki has in-depth insight from his extensive experience at Toyota Motor Corporation, Futaba Industrial Co., Ltd., and Primearth EV Energy Co., Ltd. (now, TOYOTA BATTERY Co., Ltd.) and has provided useful insights and forthright commentary on the Company's management as an Outside Audit & Supervisory Board Member at meetings of the Board of Directors. The Company has appointed him as an Outside Director who is an Audit and Supervisory Committee Member so that he can</p>

				<p>participate in the Company's management in that capacity.</p> <p>Since there are no particular interests between her and the Company, there has been judged to be no risk of a conflict of interest between her and general shareholders.</p>
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【Supervisory Committee】

Composition of Supervisory Committee and Attributes of the Chairperson					
	All Committee Members	Full-time Members	Inside Directors	Outside Directors	Committee Chair
Supervisory Committee	3	1	1	2	Inside Director

Appointment of Directors and/or Staff to Support the Supervisory Committee	Appointed
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Matters Concerning Independence of Said Directors and/or Staff from Executive Officers/Reasons for Adopting Current System

As requested by the Audit and Supervisory Committee, the General Manager of the Company's Internal Audit Office is appointed as Audit and Supervisory Committee staff ("staff" hereinafter) to assist in the duties of the Audit and Supervisory Committee.

Command and control authority for staff is retained by the Audit and Supervisory Committee within the scope of assistance in its duties. Staff is assured independence from Executive Directors by not being subject to command and control by the Board of Directors (excluding Directors serving as Audit and Supervisory Committee members) and others. In addition, the consent of the Audit and Supervisory Committee is required for staff appointment and dismissal.

Cooperation among the Supervisory Committee, Accounting Auditors and Internal Audit Department

In addition to exchanging information and opinions regularly with the Accounting Auditors and the internal auditing section, the Audit and Supervisory Committee strives to enhance cooperation through means such as accompanying them to on-site audits.

- Cooperation between the Audit and Supervisory Committee and Accounting Auditors

The Audit and Supervisory Committee and Accounting Auditors exchange explanations and opinions concerning audit policies and plans, and the Audit and Supervisory Committee receives reports from

Accounting Auditors on audit priorities, methods, and results from midyear and year-end audits.

- Cooperation between the Audit and Supervisory Committee and the internal auditing section

The internal auditing section participates in regular meetings to exchange information with subsidiary auditors, strives to strengthen the Group governance structure, and endeavors to improve functions for management oversight of the performance of the duties of Directors.

【Voluntary Established Committee(s)】

Voluntary Establishment of Committee(s) equivalent to Nomination Committee or Remuneration Committee	Established
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Status of Voluntarily Established Committee(s), Attributes of Members Constituting the Committee and the Committee Chairperson

	Committee's Name	All Members	Full-time Members	Inside Directors	Outside Directors	Outside Experts	Other	Chairperson
Voluntarily Established Committee Equivalent to Nomination Committee	Nomination Committee	5	0	2	3	0	0	Outside Director
Voluntarily Established Committee Equivalent to Remuneration Committee	Compensation Committee	5	0	2	3	0	0	Outside Director

Supplementary Explanation

The Nomination Committee maintains standards on appointment and dismissal of Directors and independence criteria for Outside Directors. It decides on the details of proposals for submittal to the General Meeting of Shareholders on appointment and dismissal of Directors based on these standards. The Nomination Committee reviews the following matters, reports to the Board of Directors on the findings of such review, and offers opinions as necessary.

- (1) Matters submitted to the General Meeting of Shareholders regarding appointment and dismissal of officers
- (2) Matters related to appointment and dismissal of Representative Directors and Executive Directors
- (3) Matters related to management succession plans, including those for the Company President and Representative Director

- (4) Other matters similar to those under (1)-(3) above and questions from the Board of Directors

The Compensation Committee formulates policies on matters such as remuneration of Directors, deliberates on individual remuneration etc., and submits its findings to the Board of Directors. The Compensation Committee reviews the following matters, reports to the Board of Directors on the findings of such review, and offers opinions as necessary.

- (1) Matters related to policies, procedures, etc. for decisions on officer remuneration
- (2) Matters related to important decisions and changes regarding officer compensation etc.
- (3) Matters related to remuneration amounts for individual officers
- (4) Matters related to evaluation of Company business performance and officer job performance
- (5) Other matters similar to those under (1)-(4) above and questions from the Board of Directors

【Matters Concerning Independent Directors】

Number of Independent Directors

5

Other Matters Concerning Independent Directors

The Company judges Outside Directors who are not Audit and Supervisory Committee members, Outside Directors who are Audit and Supervisory Committee member, and candidates for outside directors to be independent from the Company if it finds, through reasonable investigation, that they do not meet any of the following descriptions.

(Independence criteria for outside directors)

- (1) Executives of the Company or its subsidiaries or affiliates ("Group" hereinafter) or persons who were affiliated with the Group as executives in the past
- (2) Major Group business partners who received payment of 2% or more of their annual consolidated net sales in the most recent business year from the Company, or executives of such business partners
- (3) Major Group business partners who paid 2% or more of the Company's annual consolidated net sales or loaned 2% or more of their total assets in the most recent business year to the Company, or executives of such business partners
- (4) Major Company shareholders (those directly or indirectly holding 10% or more of total voting rights) or executives of such shareholders
- (5) Parties in which the Group directly or indirectly holds 10% or more of total voting rights or executives of such parties
- (6) Parties affiliated with audit firms serving as Group Accounting Auditors
- (7) Attorneys, CPAs, tax accountants, consultants, or other professionals who received 10 million yen or more if individuals or more than 2% of their consolidated net sales or total revenues if corporations, associations, or other organizations (referred to collectively hereinafter as "large amounts") in monetary or other financial benefits on average over the past three business years from the Group, not including officer remuneration
- (8) Parties affiliated with law offices, audit firms, tax accountancies, consulting firms, or other

corporations, associations, or other organizations receiving large amounts of monetary or other financial benefits from the Group

- (9) Parties or executive officers of corporations, associations, or other organizations receiving large amounts of donations from the Group
- (10) When Group's Directors (excluding Audit and Supervisory Committee members) or Directors serving as Audit and Supervisory Committee members serve concurrently as outside directors of other companies, executive directors, executive officers, executives, managers, or other employees of those other companies
- (11) Parties who met any of the descriptions under (2)-(10) above within the past three years
- (12) Spouses or family members within the two degrees of consanguinity of parties who met any of the descriptions under (1)-(10) above who serve as Directors (excluding Audit and Supervisory Committee members and Outside Director), Directors serving as Audit and Supervisory Committee members (excluding Outside Director), executive officers, or senior management in the posts of department general manager or higher.

*Business executives refer to executive directors, executive officers, executives, employees involved in business execution, and similar parties or persons doing work as employees of corporations or other organizations.

[Incentives]

Implementation Status of Measures related to Incentives Granted to Directors

Introduction of Performance-linked Remuneration Scheme

Supplementary Explanation for Applicable Items

To increase the motivation of Directors (excluding Outside Directors and Directors serving as Audit and Supervisory Committee members) to contribute to improving business results and growing corporate value from a medium- to long-term perspective, the Fourth Ordinary General Meeting of Shareholders held March 28, 2025 approved the introduction of a system of performance-linked stock compensation as a transparent, objective remuneration system strongly linked to Company business performance.

In addition, to raise consciousness of improving business performance in the business year, we have introduced an officer bonus system as monetary remuneration paid in amounts that vary with the degree of achievement of planned consolidated operating profit. Methods of deciding on amounts of each type of performance-linked remuneration are described under "Policy on Determining Remuneration Amounts and Calculation Methods " in [Director Remuneration].

Persons Eligible for Stock Options

Supplementary Explanation for Applicable Items

[Director Remuneration]

Status of Disclosure of Individual Director's Remuneration

No Disclosure for any Directors

Supplementary Explanation for Applicable Items

Total amounts of remuneration etc. for each Director category, total amounts for each type of Director remuneration etc., and eligible numbers of Directors are covered in Securities Reports, which are made available for viewing by the public.

Policy on Determining Remuneration Amounts and Calculation Methods

Established

Disclosure of Policy on Determining Remuneration Amounts and Calculation Methods

1. Basic policy on Director remuneration
 - (1) Suitable for the scope of individual roles and responsibilities
 - (2) Remuneration of Directors (excluding Outside Directors and Directors serving as Audit and Supervisory Committee members) linked to Company business performance
 - (3) Raising consciousness of contributing to increasing corporate value over the medium to long term
 - (4) Focused on a shared consciousness of profits with shareholders
 - (5) Ensuring transparency and objectivity in remuneration decision-making processes
 - (6) Remuneration levels able to secure capable management human resources

2. Remuneration structure

Remuneration of Directors (excluding Outside Directors and Directors serving as Audit and Supervisory Committee members) consists of fixed remuneration and performance-linked remuneration (short-term incentives [bonuses] and medium- to long-term incentives [stock compensation]), since they are responsible for improving business performance in each business year and increasing corporate value over the medium to long term.

Outside Directors and Directors serving as Audit and Supervisory Committee members are paid fixed remuneration only, since they are independent of business execution.

- Officer category: Directors (excluding Audit and Supervisory Committee members) Fixed remuneration: Y Performance-linked bonuses: Y Stock compensation: Y
Purpose: Remuneration structure to foster awareness of achieving short-term performance targets and increasing corporate value over the medium to long term, since they are responsible for business execution
- Officer category: Directors (excluding Audit and Supervisory Committee members) (outside)

Fixed remuneration: Y Performance-linked bonuses: N Stock compensation: N

Purpose: Remuneration structure consisting of base remuneration (fixed remuneration) only, since their roles are to monitor and advise on management of the Company and the Group as a whole from an objective point of view

- Officer category: Directors serving as Audit and Supervisory Committee members Fixed remuneration: Y Performance-linked bonuses: N Stock compensation: N

Purpose: Remuneration structure consisting of base remuneration (fixed remuneration) only, since their roles are to audit the performance of duties of Directors from an objective point of view

(1) Fixed remuneration (base remuneration)

This consists of fixed remuneration corresponding to Director posts and other considerations and responsibility pay paid to Directors with representative authority. It is paid in cash monthly. Fixed remuneration is determined based on the remuneration table. The amount remains unchanged as long as the recipient's post does not change. However, evaluation of individual officers may be taken into consideration by the Compensation Committee on an exceptional basis.

(2) Officer bonuses (performance-linked remuneration)

In principle, a bonus based on 20% of fixed remuneration by post (25% for the President and Director only), in the amount calculated by multiplying fixed remuneration by post by 0-30% depending on business results in the fiscal year, is paid on the first business day in April of the following period. The rate of achievement of planned consolidated operating profit announced at the start of the period is used as the business performance coefficient.

(3) Performance-linked stock compensation

Those eligible to participate in the system are awarded points on the basis of the degree to which consolidated operating profit and ROE as disclosed in summary financial results have met forecasts made at the beginning of each fiscal year. This is intended to increase their motivation to contribute to growing corporate value by motivating them to work toward the Group's sustained growth and increased corporate value over the medium to long term and sharing the benefits of share price fluctuations with shareholders. Shares of Company stock are awarded to eligible Directors upon their retirement, in numbers corresponding to the points they have been awarded. (The system is operated in accordance with the Regulations on Awarding of Shares, established separately.

KPIs used for Performance-linked stock compensation are the rates of achievement of consolidated operating profit and consolidated ROE for each fiscal year as disclosed in summary financial results. Numbers of points awarded are determined by multiplying the base points for each post by a coefficient reflecting the achievement rate.

The maximum amount of stock compensation, separate from the limit for executive remuneration, is 121,000,000 yen in cash over the five-year period of the trust (as approved by the First Ordinary General Meeting of Shareholders held March 30, 2022).

3. Remuneration decision-making process

Amounts of fixed remuneration of Directors (excluding Outside Director and Directors serving as Audit and Supervisory Committee members) are decided by the Board of Directors based on the views expressed by the Audit and Supervisory Committee, if any, and following deliberation by the Compensation Committee, a majority of whose membership consists of Independent Outside Directors, in accordance with the posts of individual Directors, taking into consideration matters such as remuneration levels at other companies.

Amounts of fixed remuneration of Outside Directors (excluding Directors serving as Audit and Supervisory Committee members) are decided by the Board of Directors based on the views expressed by the Audit and Supervisory Committee, if any, and following deliberation by the Compensation Committee, a majority of whose membership consists of Independent Outside Directors, taking into consideration matters such as remuneration levels at other companies.

The total amount of fixed remuneration of Directors serving as Audit and Supervisory Committee members is determined within the extent of the limit decided on by the General Meeting of Shareholders. The Audit and Supervisory Committee makes decisions on allocation of this total amount to individual Directors serving as Audit and Supervisory Committee members.

The Director remuneration system is revised in line with the periods of Medium-Term Management Plans. Base remuneration levels may be revised during the Medium-Term Management Plan period in the event that substantial revisions are necessary due to dramatic changes in the external environment or for other reasons.

【Support System for Outside Directors】

A support structure is in place in which Outside Directors may receive information from and communicate with the Secretariat of the Board of Directors and the internal auditing section as necessary.

Board of Directors' materials are distributed in advance, and supplemental explanations are provided regarding Board agenda items. Outside Directors also attend important meetings such as national management meetings held at Group companies and other events considered important, in which Directors and persons in charge present on the current state of the Group.

2. Matters Concerning Functions of Business Execution, Auditing and Supervision, Nomination, and Remuneration Decisions (Overview of Current Corporate Governance System)

① Board of Directors

It has nine members in total, consisting of six Directors (excluding Directors serving as Audit and Supervisory Committee members) (three of whom are Outside Directors) and three Directors serving as Audit and Supervisory Committee members (two of whom are Outside Directors). In addition to ordinary monthly meetings, the Board of Directors also meets on an extraordinary basis as necessary,

to carry out timely and appropriate decision making based on sufficient deliberation. The Board of Directors makes decisions on matters as prescribed by laws and regulations and important management-related matters. It also discusses the progress of business performance and considers relevant measures and other matters.

② Nomination Committee • Compensation Committee

In order to enhance independence, objectivity, and accountability in matters such as nomination and remuneration of Directors, the Nomination Committee and the Compensation Committee have been established under the Board of Directors. Outside Directors (excluding Directors serving as Audit and Supervisory Committee members) constitute a majority of the membership of each of these committees. Each of these is an advisory committee chaired by an Outside Director.

As requested by the Board of Directors, the Nomination Committee reports to the Board on the content of deliberations regarding General Meeting of Shareholders resolution on appointment and dismissal of Directors and the Compensation Committee does so on the content of deliberations concerning remuneration of individual Directors.

③ Audit and Supervisory Committee

Membership consists of three Directors serving as Audit and Supervisory Committee members (two of whom are Outside Directors). They attend ordinary and extraordinary meetings of the Board of Directors to audit the performance of duties of Directors and the Company's business and financial standings. Their other activities include meeting to exchange opinions with the Representative Directors and viewing and monitoring approval documents and other important documents.

④ Internal Audit Office

The Internal Audit Office has been established under the direct authority of the President and Representative Director to carry out continual on-site audits to ensure that internal controls are thorough and business processes are valid and to verify and assess the propriety and effectiveness of compliance with laws, regulations, and rules, execution of procedures, and other matters.

⑤ Accounting Auditors

We have concluded an auditing agreement with Deloitte Touche Tohmatsu LLC as our Accounting Auditor, to provide accounting audits from an independent, specialized perspective. The Accounting Auditor's engagement partners have been conducting our auditing continuously for 24 years. The Company is a holding company established through a joint transfer of stock by Furusato Industries, Ltd. and Maruka Corporation in October 2021. The continuous auditing period includes continuous auditing of Furusato Industries, Ltd.

⑥ Mutual cooperation between internal audits, Audit and Supervisory Committee audits, and accounting audits

The Audit and Supervisory Committee receives from the Internal Audit Office internal auditing policies and implementation plans and reports on the findings of internal audits. In addition, mutual exchange of opinions is conducted as needed when formulating plans at the start of the period and when viewing regular internal audit reports and follow-up internal audit reports, to ensure the effectiveness of audits and improve their efficiency. In addition to hearings on Accounting Auditors' audit plans, interim review reports, and audit reports, the committee employs means such as attending inventory audits by Accounting Auditors, as well as regular exchange of information when they come

to the Company for auditing, to ensure the effectiveness of auditing. In addition to means such as attending inventory audits by Accounting Auditors, the Internal Audit Office exchanges opinions with the Accounting Auditors and meets with them as needed to share audit findings and other information and facilitate cooperation.

⑦ Sustainability Committee

We established the Sustainability Committee in February 2022, to deliberate and decide on our responses to sustainability topics. Chaired by the President and Representative Director, the committee's membership consists of Directors and executive officers appointed by the chairperson and Directors of operating companies. Important items on its agenda are reported to the Board of Directors for oversight.

⑧ Internal Control Committee

The Internal Control Committee has been established to maintain Groupwide internal controls. It checks on the appropriateness of financial reports and the effectiveness of internal controls audits in accordance with the Financial Instruments and Exchange Act.

⑨ Risk Control Committee

In accordance with in-house rules, we have established the Risk Control Committee under the authority of the President and Representative Director. This committee oversees risk-management activities overall, including collection of risk information and risk control in the Group, annual policies for addressing important company-wide risks, risk-reduction measures, and essential instructions and support for subsidiary business sections.

⑩ Compliance Committee

We have established a Compliance Committee to consider and formulate basic policies and measures for thorough compliance. We carry out continuous compliance training through internal training for employees, meetings, etc. In addition, to prevent and correct any illegal acts or acts in violation of social norms or business ethics, we have established an internal compliance line under the General Manager of the General Affairs Department. An outside law office serves as its external contact point. The Internal Whistleblowing Regulations stipulate that those who submit reports to or consult with the line shall not be treated at a disadvantage for reason of having done so.

3. Reasons for Adoption of Current Corporate Governance System

As a company with an Audit and Supervisory Committee, the Company has established a Board of Directors, an Audit and Supervisory Committee, and accounting auditors. We have also established an Internal Audit Office to enhance monitoring functions regarding everyday business operations overall in cooperation with the Audit and Supervisory Committee.

The Company's management oversight functions consist of one full-time Director serving as an Audit and Supervisory Committee member and two Outside Directors serving as Audit and Supervisory Committee members, to audit the performance of duties of Directors. Of these members, the two Outside Directors serving as Audit and Supervisory Committee members are appointed as independent officers, to increase the effectiveness of management oversight by attending meetings of the Board of Directors and other important meetings from external standpoints removed from the management team. The Company's current system is intended to maintain a governance system in which Outside

Directors monitor the performance of the duties of Directors from fair and independent perspectives.

III. Implementation of Measures for Shareholders and Other Stakeholders

1. Measures to Vitalize General Meeting of Shareholders and Facilitate Exercise of Voting Rights

	Supplementary Explanation
Early Posting of Notice of the General Meeting of Shareholders	Convocation Notices are sent out by the date prescribed by law.
Scheduling of the General Meeting of Shareholders on a Non-Peak Day	Dates of meetings are decided with consideration for avoiding dates on which general meetings of shareholders are expected to be concentrated.
Electronic Exercise of Voting Rights	Shareholders may exercise voting rights via the Internet.
Participation in a Platform for the Electronic Exercise of Voting Rights and Other Initiatives to Enhance Environment for Institutional Investors to Exercise Voting Rights	We use the platform for electronic exercise of voting rights operated by ICJ, Inc.
Provision of Notice (or Summary of Notice) of the General Meeting of Shareholders in English	We prepare English versions of Convocation Notices and post them on the Company website.
Other	We post Convocation Notices on our website and the Tokyo Stock Exchange website beginning on the day before the date Convocation Notices are sent out.

2. Status of IR-related Activities

	Supplementary Explanation	Explanation by a representative director or a representative executive officer
Formulation and Publication of Disclosure Policies	Posted on the Company website https://www.unisol-gr.com/en/ir/disclosure-policy/	

Regular Investor Briefings held for Individual Investors	We exhibited in the Nikkei-Tokyo Stock Exchange IR Fair for the first time in 2025, holding 20 briefings over two days. We plan to continue to hold briefings in the future, too.	Not Held
Regular Investor Briefings held for Analysts and Institutional Investors	In addition to earnings presentations after release of the summary financial results for the second quarter and the full year, we hold individual meetings after release of quarterly summary financial results.	Held
Regular Investor Briefings held for Overseas Investors	We hold individual IR meetings for overseas investors from time to time, and we are considering holding regular briefings for them.	Not Held
Online Disclosure of IR Information	Posted on the Company website https://www.unisol-gr.com/en/ir/library/	
Establishment of Department and/or Placement of a Manager in Charge of IR	An IR section has been established in the Communications Department of the Corporate Strategy Unit.	

3. Status of Measures to Ensure Due Respect for Stakeholders

	Supplementary Explanation
Establishment of Internal Rules Stipulating Respect for the Position of Stakeholders	The Basic Policy on Corporate Governance clearly calls for appropriate cooperation with stakeholders and making continual progress with the trust of all stakeholders. To make clear our approach toward compliance with laws and regulations and conduct fair and appropriate corporate activities, we have formulated a Compliance Manual that establishes compliance rules regarding stakeholders.

<p>Implementation of Environmental Preservation Activities and CSR Activities, etc.</p>	<p>On March 1, 2024, the Company concluded an agreement on corporate forestry activities with Hyogo Prefecture, Takarazuka City, and the Hyogo Prefectural Greening Promotion Association, under which we implement Satoyama conservation activities. These activities are intended to prevent global warming and pass along a positive environment to future generations.</p> <p>Other environmental protection initiatives include promotion of environmental education for officers and employees using external testing programs. We strive to seek out and sell highly eco-friendly products and support the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) while raising awareness of environmental issues within the Company.</p> <p>We also implement activities such as donating to educational institutions and supporting athletics, as efforts to contribute to society. See the sustainability page on the Company website and the Integrated Report for details</p> <p>Website (sustainability): https://www.unisol-gr.com/sustainability/</p> <p>Website (Integrated Report): https://www.unisol-gr.com/en/ir/library/integrated-report/</p>
<p>Formulation of Policies, etc. on Provision of Information to Stakeholders</p>	<p>The Company has formulated a Disclosure Policy to maintain and strengthen stakeholder trust and increase management transparency. We carry out timely, accurate, fair, and concise disclosure.</p>

IV. Matters Concerning the Internal Control System

1. Basic Views on Internal Control System and Status of Development

1. Basic approach

The Company Board of Directors has resolved the "Basic Policy for Establishing Internal Control System" to ensure the propriety of business operations by the Company and its subsidiaries and affiliates ("Group" hereinafter), as outlined below.

Based on these basic policies, the Company strives, through dynamic and centralized Group management, toward sustained growth of the Group and increasing its corporate value over the

medium to long term, by enacting and continually improving Group governance systems and building efficient and highly transparent management systems.

2. Status of maintenance

(1) Framework for ensuring that the performance of the duties of Directors and employees complies with laws, regulations, and the articles of incorporation

- The Board of Directors makes decisions on important management topics in accordance with the provisions of laws, regulations, the articles of incorporation, resolutions of the General Meeting of Shareholders, and the Board of Directors Regulations.
- Directors (excluding Directors serving as Audit and Supervisory Committee members) perform their assigned duties, oversee the duties of employees, and report on the status thereof to the Board of Directors based on decisions of the Board of Directors decisions.
- Directors serving as Audit and Supervisory Committee members audit the appropriateness of the performance of the duties of Directors based on the provisions of Audit and Supervisory Committee Regulations, audit standards of the Audit and Supervisory Committee, and audit implementation standards of Audit and Supervisory Committee concerning internal controls systems.
- The Board of Directors establishes the Group's basic policies, codes of conduct, etc., ensures that Group's Directors and Auditors ("Directors etc." hereinafter) and employees understand them, and strives to enhance compliance.
- The Company has established the Compliance Committee as a Groupwide committee under the President and Representative Director, intended to oversee and improve the Groupwide approach to compliance.
- The Company has established internal whistleblowing contact points for Group's Directors etc. and employees. Internal whistleblowing reports and consultation are received by the General Manager of the General Affairs Department, and external reports and consultation by an outside law office. This system strives to prevent or quickly identify violations of laws and regulations and other acts that could be detrimental to the Group's trust and good name.
- The internal auditing section audits the effectiveness of systems for compliance with laws, regulations, and the articles of incorporation and reports the audit findings to the Representative Directors and the Audit and Supervisory Committee.

(2) Framework to retain and control information about Directors' performance of duties

- Important information concerning the performance of the duties of Group's Directors etc. is retained and controlled properly by the section in charge as stipulated in the Document Control Regulations, and it is kept available for viewing by Directors at any time.
- Control of digital information in the Group is overseen by the officer in charge of information control based on the Information Control Regulations, and the state of control of the information is reported to the Board of Directors, the Audit and Supervisory Committee, and the Management Meeting as requested.

(3) Rules regarding loss risk controls and other frameworks

- To properly manage the various risks faced by the Group, the Company has established Risk Control Regulations and maintains Groupwide risk management systems.

- The Risk Control Committee has been established under the President and Representative Director to identify and assess various and diverse risks faced by the Group, draft risk countermeasures, and monitor risks. This committee ascertains and manages the state of various risks faced by the Group.
 - In the event of urgent and unforeseen situations in the Group, a crisis task force is established under the leadership of the President and Representative Director and in accordance with the Crisis Management Regulations, to establish a system to stop the spread of damage or keep it to a minimum.
- (4) Framework to secure efficient execution of Directors' duties
- To ensure that the duties of Directors are performed efficiently, the Company holds ordinary meetings of the Board of Directors once a month in principle and extraordinary meetings at other times as necessary.
 - Matters to be decided by the Board of Directors and matters concerning the basic responsibilities and authority of Directors are made clear in accordance with laws, regulations, the articles of incorporation, and related Company rules, to ensure a system for efficient performance of the duties of Directors.
 - To enable swift decision-making on business execution, the Board of Directors delegates to the President and Representative Director authorization related to business execution other than the above, and the President and Representative Director may delegate business execution authority to the Directors in charge of individual operations.
 - To enhance oversight of business execution and increase management objectivity, the Board of Directors includes independent Outside Directors.
 - Important matters related to management policies, strategies, etc. are discussed by the Management Meeting in advance. Business execution decisions are made through such deliberations.
- (5) Framework to secure the propriety of operations of the corporate group consisting of the Company and its subsidiaries
- As a holding company responsible for management of Group companies' business execution, the Company formulates basic policies on corporate governance intended to ensure the effectiveness of functions for oversight of Group companies, while respecting their management autonomy.
 - In addition to its roles of deciding on Group strategies, allocating Group management resources properly, and formulating Group capital policies, the Company formulates rules such as affiliate management rules to ensure proper business operations in the Group. Based on these rules, it concludes corporate contracts with subsidiaries subject to direct management and requests reports on important management topics concerning operating companies.
 - The Company strives to build business administration structures suited to the conditions of Group companies, by helping in building and operating Groupwide risk management, compliance, crisis management systems, and other systems needed for internal control.
 - The Company's internal auditing section cooperates with the internal auditing section (or staff) of Group companies to ascertain information on the state of operation of internal controls systems through direct and indirect Group audits.
 - To prevent or swiftly identify and correct any illegal acts or similar acts through direct reports from Group's Directors etc. or employees, the Company has established an internal whistleblowing

hotline in which the General Manager of the General Affairs Department serves as the internal and an outside law office as the external contact point. Those who submit whistleblowing reports or consultations, including those submitted to the Audit and Supervisory Committee, supervisory authorities, or other outside agencies, shall not be treated at a disadvantage for reason of having done so.

- (6) Matters concerning employees assisting in the duties of Audit and Supervisory Committee, the independence of such employees from Directors (excluding Directors serving as Audit and Supervisory Committee members), and the effectiveness of instructions issued to them
 - The Company appoints from the internal auditing section and other organizations Audit and Supervisory Committee staff ("staff" hereinafter) as employees assisting in the duties of Audit and Supervisory Committee.
 - Command and control authority for staff is retained by the Audit and Supervisory Committee within the scope of assistance in its duties. Staff are not subject to command and control by the Directors (excluding Directors serving as Audit and Supervisory Committee members) and others.
 - The consent of the Audit and Supervisory Committee is required for staff appointment and dismissal. Staff are selected with full consideration for knowledge and discernment in light of their important role in assisting auditing and oversight functions. When staff serve concurrently as employees of other sections, their duties with such sections do not impede those related to the Audit and Supervisory Committee.
- (7) Frameworks for reporting to the Audit and Supervisory Committee by Directors etc. and employees and other reporting to the Audit and Supervisory Committee
 - Group's Directors etc. and employees shall report to the Audit and Supervisory Committee on the status of the operations of their sections, as appropriate and whenever any important issues arise. Audit and Supervisory Committee members may view, at any time, important information such as minutes of Company Management Meetings and applications for approval and information concerning reports from Group companies, and they may demand reports from Group's Directors etc. and employees as necessary.
 - The Company ensures that Audit and Supervisory Committee members have opportunities at any time to attend important meetings such as those of the Board of Directors, the Management Meeting, the Internal Control Committee, the Risk Control Committee, and the Compliance Committee and provides details of such discussions in advance as requested by the Audit and Supervisory Committee.
 - Information reported through the internal whistleblowing system that concerns violations of laws or regulations or other compliance issues is reported to the Audit and Supervisory Committee.
 - The Company prohibits treating Group's Directors etc. and employees who have submitted reports to the Audit and Supervisory Committee at a disadvantage for reason of having done so and ensures that Group's Directors etc. and employees understand this prohibition.
- (8) Other frameworks for ensuring the effectiveness of auditing etc. by the Audit and Supervisory Committee
 - Audit and Supervisory Committee members meet with the Representative Director and Accounting Auditors regularly to exchange opinions on important audit topics and other matters.

- The Audit and Supervisory Committee may ask Executive Directors and key employees about the status of their individual duties and request reports from them, based on audit plans formulated by the Audit and Supervisory Committee.
 - The Audit and Supervisory Committee cooperates with the internal auditing section and demands that it conduct investigations as necessary.
 - The Company promptly processes costs or obligations arising from the performance of the duties of Audit and Supervisory Committee members as requested by them.
- (9) Framework to ensure the appropriateness of financial reporting
- To ensure the appropriateness of financial reporting, the Company maintains and operates systems for assessment of and reporting on the effectiveness and efficiency of internal controls related to financial reporting, in conformity with the Financial Instruments and Exchange Act and other laws and regulations.
 - Through internal training and other means, we strive to ensure that the importance of internal controls is well understood at Group companies and to ensure the appropriateness of financial reporting at a Companywide level and a business-process level.

2. Basic Views on Measures for Eliminating Anti-Social Forces and Status of Development

[Basic approach to elimination of antisocial forces]

The Company adopts a dauntless attitude toward antisocial forces and organizations that threaten the order and safety of civil social and refuses any and all relations with such forces.

[Status of efforts to eliminate antisocial forces]

- The Company clearly describes its basic approach to elimination of antisocial forces in the Compliance Manual and ensures that Group's Directors etc. and employees understand it.
- In our internal system, the General Affairs Department is specified as the section in managing responses. We actively collect and share information concerning antisocial forces and organizations in cooperation with the police, related organizations, attorneys, and others, and we maintain systems inside the Group to enable organizational responses.

V. Other

1. Adoption of Anti-Takeover Measures

Adoption of Anti-Takeover Measures

Not Adopted

Supplementary Explanation for Applicable Items

We consider whether or not to adopt defensive measures against hostile takeovers while putting maximizing shareholder value first.

2. Other Matters Concerning the Corporate Governance System

(1) Basic policy on timely disclosure

The Company discloses information in conformity with the Companies Act, the Financial Instruments

and Exchange Act, and the timely disclosure rules of the Tokyo Stock Exchange. Information meeting the standards of the timely disclosure rules is disclosed on the Tokyo Stock Exchange's timely disclosure system (TDnet) and posted to the Company website. Even information that does not meet the standards of applicable laws and regulations or the timely disclosure rules is disclosed swiftly on a voluntary basis if it can be considered important to investors.

The Company conforms to the fair disclosure rules in the Financial Instruments and Exchange Act. Decisions, events, financial information, and other information that is unpublished and could have a serious impact on investment decisions will never be released selectively to certain shareholders or investors only.

(2) Overview of timely disclosure system

The Company's timely disclosure system is outlined below.

a. Decisions

Important decisions are promptly made in ordinary Board of Directors meetings and, as necessary in urgent cases, in extraordinary Board of Directors meetings. Whether important decisions need to be disclosed is considered chiefly by the person responsible for information control (General Manager of the Administrative Headquarters). When disclosure is necessary, the Communications Department, Corporate Strategy Unit endeavors to carry it out swiftly. Auditing by the Accounting Auditors and advising from attorneys and other professionals are received as necessary, to disclose fair and accurate corporate information.

b. Events

Based on Company Crisis Management Regulations, the sections in charge collect information after events such as disasters, accidents, disputes, or leaks of information. We receive advising from attorneys and other professionals as necessary, and preparations for disclosure are made chiefly by the person responsible for information control (General Manager of the Administrative Headquarters). For other events, we obtain information from the sections in charge and, when it is subject to timely disclosure, report it to management or submit it for a decision by the Board of Directors as necessary, and the Communications Department, Corporate Strategy Unit swiftly discloses the information.

c. Financial information

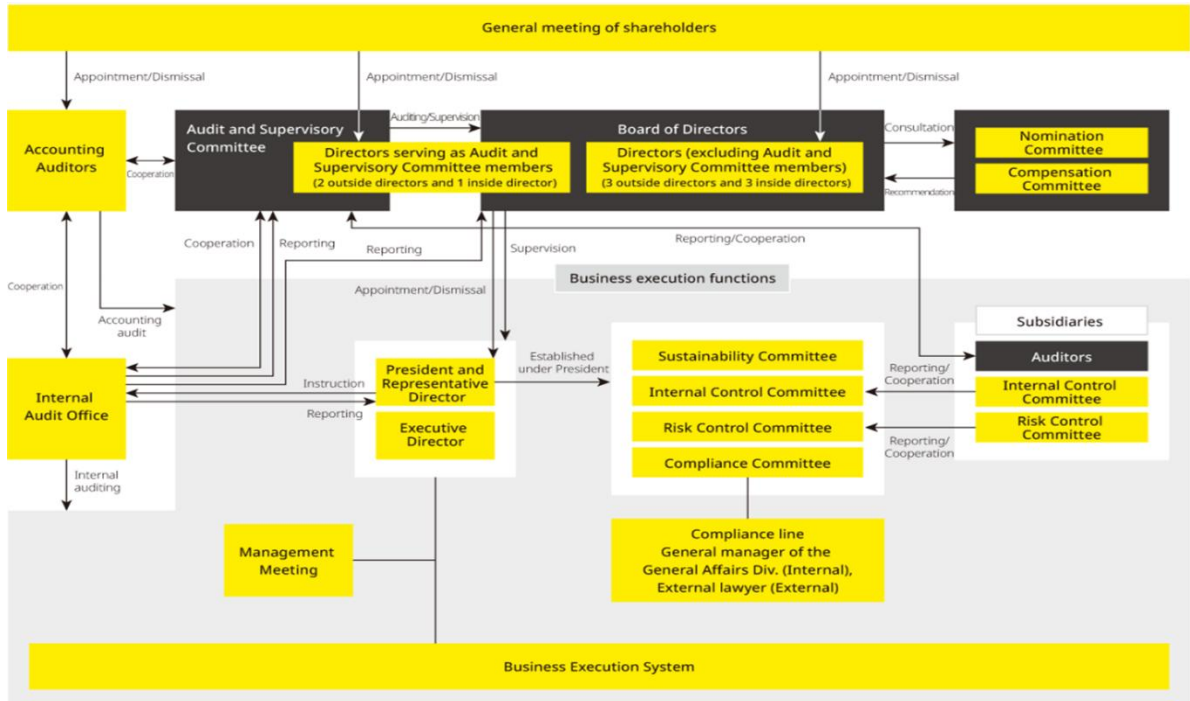
Financial information is prepared and disclosed by the Finance Planning Department of the Administrative Headquarters. Financial figures are disclosed promptly by the Finance Planning Department of the Administrative Headquarters, after decision by the Board of Directors.

d. Information control

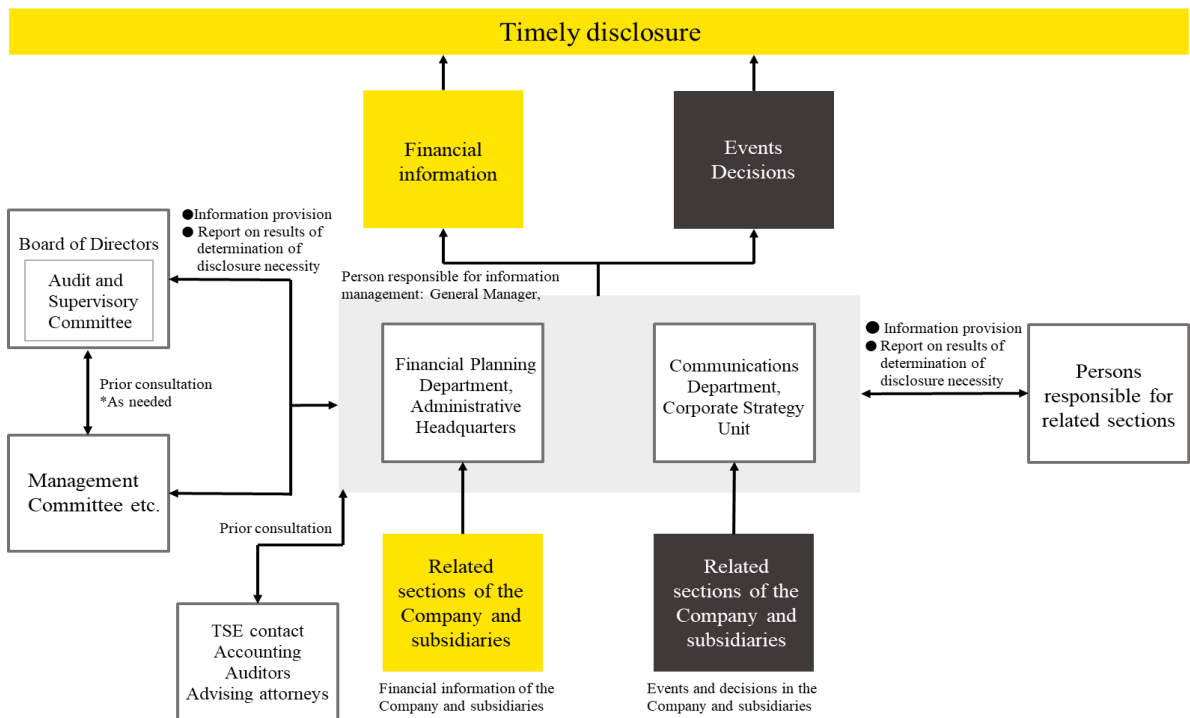
We have established insider trading control regulations for the Company and Group companies. These regulations cover material facts. Based on them, we strive to control information thoroughly and prevent insider trading, through means including establishment of methods for management of material facts, routes for reporting information on material facts between Group companies,

restrictions on trading of own shares, and prohibitions on trading of stocks and other securities based on material facts.

【Corporate governance structure】



【Overview of timely disclosure system】



【Skill matrix】

Name	Position	Attributes		Management & business strategy	Solution development (technology)	Global experience	Sustainability & SDGs	Legal & governance	Finance & accounting	Human resources & organization
Kunihiko Iida	Chairperson and Representative Director	Male		●		●	●	●	●	●
Ryohei Furusato	President and Representative Director	Male		●	●	●	●	●		●
Katsuhiko Yamashita	Director and Senior Managing Executive Officer	Male		●		●	●		●	●
Hiroyuki Nakatsukasa	Director	Male	Outside Independent	●				●	●	●
Junko Takechi	Director	Female	Outside Independent				●	●		
Hisao Takahashi	Director	Male	Outside Independent	●	●	●				●
Taketsugu Fujii	Director (Standing Audit and Supervisory Committee Member)	Male							●	●
Kyoko Hikita	Director (Audit and Supervisory Committee Member)	Female	Outside Independent				●		●	
Yasuo Sasaki	Director (Audit and Supervisory Committee Member)	Male	Outside Independent	●					●	●

Note: The above table does not list all the knowledge, experience, or expertise possessed by each individual.