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(Stock Exchange Code 6013)
June 3, 2021

To Shareholders with Voting Rights:

Hiroaki Nanjo
President and CEO
TAKUMA CO., LTD.
2-2-33, Kinrakuji-cho, Amagasaki, Hyogo,
Japan

**NOTICE OF CONVOCAION OF
THE 117TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.
Please be informed that the 117th Annual General Meeting of Shareholders of TAKUMA CO., LTD.
(the “Company”) will be held for the purposes as described below.

In order to prevent the spread of coronavirus disease (COVID-19), we would like to ask all our shareholders to refrain from attending this General Meeting of Shareholders, and exercise your voting rights in advance in the following methods as much as possible.

[Exercise of Voting Rights by Mail]

Please indicate your vote for or against the proposals on the enclosed Voting Rights Exercise Form and return it so that it is received by 5:00 p.m. on Thursday, June 24, 2021 Japan time.

[Exercise of Voting Rights via the Internet, etc.]

Please see the “Guide to Exercising Voting Rights via the Internet, etc.” on page 3, and input your vote for or against the proposals on the designated website by 5:00 p.m. Thursday, June 24, 2021 Japan time. The website is available only in Japanese.

- 1. Date and Time:** Friday, June 25, 2021 at 10:00 a.m. Japan time
(Reception beings at 9:40 a.m. Japan time)
- 2. Place:** Main Meeting Room, 1st Floor, Takuma Bldg. (Main Building)
2-2-33, Kinrakuji-cho, Amagasaki, Hyogo, Japan
- 3. Agenda of the Meeting:**
- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the Company’s 117th Fiscal Year (April 1, 2020 - March 31, 2021)
 2. The results of audits by the Accounting Auditor and the Audit & Supervisory Committee of the Consolidated Financial Statements for the Company’s 117th Fiscal Year
- Matters for resolution:**
- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of Six (6) Directors (excluding Audit & Supervisory Committee Members)
- Proposal 3:** Election of Two (2) Directors who are Audit & Supervisory Committee Members

- ◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- ◎ On the day of the meeting, representatives of the Company will be dressed in light attire (“Cool Biz”).
- ◎ On the day of the meeting, in order to prevent the spread of COVID-19, our officers and operation staff will be wearing masks. We appreciate your understanding to this response. For our shareholders, we would like to seek your cooperation to prevent the spread of the disease by wearing your mask, etc.
In addition, before entering the venue, we will place hand sanitizer for disinfection and take temperatures. We request your cooperation to this matter.
Please kindly note, that for shareholders who may not cooperate in wearing mask at the venue and disinfecting your hand, and those who seem to be in poor physical condition may be requested not to enter the venue from the perspective of preventing the spread of COVID-19.
- ◎ Should the Reference Documents for the General Meeting of Shareholders, the Business Report and the Consolidated Financial Statements and Non-consolidated Financial Statements require revisions, the revised versions will be posted on the Company’s website (<https://www.takuma.co.jp/>).

Guide to Exercising Voting Rights via the Internet, etc.

1. Exercising voting rights via the Internet, etc.

(1) By using “Smart Voting”

- (i) Please scan the QR code^{*1} printed along the right side of the attached Voting Rights Exercise Form by smartphones, etc.^{*2}, access to the “Smart Voting” website as designated by the Company and follow the on-screen instructions to enter your vote for or against the proposals (no need to enter voting rights exercise code (ID) and password).
- (ii) Exercising your voting rights using “Smart Voting” is limited to one time.
If you wish to revise your vote after exercising your voting rights by “Smart Voting, please follow the instruction (2) described below.

(2) By entering voting rights exercise code (ID) and password

Please access “Voting Rights Exercise Website” (URL below) designated by the Company, login with the voting rights exercise code and password printed along the right side of the attached Voting Rights Exercise Form, and follow the on-screen instructions. To ensure security, you are required to change the password upon the initial login.

<https://soukai.mizuho-tb.co.jp/>

- (3) The exercise deadline is 5:00 p.m. on Thursday, June 24, 2021, Japan time. We suggest that you exercise your voting rights ahead of time.
- (4) In the event that voting rights are exercised both by mail and via the Internet, etc., the vote cast via the Internet, etc. shall be deemed valid. If votes are cast multiple times via the Internet, etc., the most recent vote cast shall be deemed valid.
- (5) The password (including those changed by the shareholder) is valid only for this meeting. A new password will be issued at the time of the next general meeting of shareholders.
- (6) Expenses associated with connecting to the Internet, etc. shall be borne by the shareholder.

(Attention)

- The password is a method to confirm the identity of the person voting. The Company will never ask for your password.
- If the password is mistaken a certain number of times, it will become locked and unusable. In the event of a lock, please follow the on-screen instructions.
- Although the Voting Rights Exercise Website has been tested to function with general Internet connection devices, it may not be available depending on the device used.

(Reference)

If an application has been made in advance, shareholders may use the “Electronic Voting System Platform” for institutional investors managed by ICJ, Inc.

2. Inquiries

For any inquiries, please contact the Stock Transfer Agency Department, Mizuho Trust & Banking Co., Ltd. (below), the shareholder registry administrator.

- (1) For inquiries regarding how to use “Smart Vote” and “Voting Rights Exercise Website”
Toll-free (within Japan): 0120-768-524 (Weekdays, 9:00 to 21:00)
- (2) For all other inquiries regarding the administration of shares
Toll-free (within Japan): 0120-288-324 (Weekdays, 9:00 to 17:00)

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

*2. Requires application (or feature) to be implemented in order to scan QR code.

Reference Documents for the General Meeting of Shareholders

Proposals and references

Proposal 1: Appropriation of Surplus

In comprehensive consideration of business results, etc., the Company proposes to pay year-end dividends for the fiscal year under review as follows.

Items related to the year-end dividend

(1) Type of dividend property

Cash

(2) Items related to the allocation of dividend property to shareholders and its total amount

18 yen per common share

Total amount of 1,461,951,972 yen

(3) Effective date of distribution of surplus

June 28, 2021

Additionally, if this Proposal is approved as originally proposed, annual dividends, including interim dividends, will be 36 yen per share.

Proposal 2: Election of Six (6) Directors (excluding Audit & Supervisory Committee Members)

The terms of office of all six (6) Directors (excluding Audit & Supervisory Committee Members) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of six (6) Directors (excluding Audit & Supervisory Committee Members) is proposed.


Additionally, upon considering this Proposal, the Audit & Supervisory Committee has reported that the procedures and content related to its determination are appropriate.


The candidates for Director (excluding Audit & Supervisory Committee Members) are as follows.


No.	Name	Posts, responsibility in the Company and significant concurrent positions	Attendance at Board of Directors meetings (Fiscal 2020)
1	Hiroaki Nanjo Re-election	President and Representative Director & Chief Executive Officer	17 out of 17 meetings (100%)
2	Tsuyohito Nishiyama Re-election	Director & Senior Managing Executive Officer Executive Manager of Corporate Marketing Group and Executive Manager of Business Administration Division	17 out of 17 meetings (100%)
3	Hideki Takeguchi Re-election	Director & Senior Managing Executive Officer Executive Manager of Engineering Group and Executive Manager of Management Center	17 out of 17 meetings (100%)
4	Koji Tanaka Re-election	Director & Managing Executive Officer Executive Manager of International Division and Executive Manager of Compliance & CSR Promotion Division	17 out of 17 meetings (100%)
5	Kunio Hamada Newly nominated	Executive Officer Executive Manager of Corporate Planning & Administration Division	-
6	Hiroshi Oishi Newly nominated	Executive Officer Executive Manager of Corporate Services Division	-


No.	Name (Date of birth)	Career summary, posts, responsibility in the Company and significant concurrent positions	Number of Company's shares owned
1	 <p>Hiroaki Nanjo (Nov. 21, 1959) <u>Re-election</u></p>	<p>April 1982 Joined the Company</p> <p>April 2009 General Manager of Environmental Engineering Department 1, Project Center, Engineering Group</p> <p>September 2010 General Manager of Energy Engineering Department 1, Project Center, Engineering Group</p> <p>April 2013 Executive Officer of the Company Deputy Executive Manager of Project Center, Engineering Group and General Manager of Energy Engineering Department 1</p> <p>April 2014 Executive Manager of Project Center, Engineering Group</p> <p>June 2015 Director & Executive Officer of the Company</p> <p>April 2016 Director & Managing Executive Officer of the Company Executive Manager of Engineering Group and Executive Manager of Management Center</p> <p>April 2018 Director & Senior Managing Executive Officer</p> <p>April 2019 President and Representative Director & Chief Executive Officer (up to the present)</p>	30,989 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Hiroaki Nanjo has mainly been engaged in the Planning Technology Division, and currently supervises the overall management as Chief Executive Officer, after serving as a Director & Senior Managing Executive Officer and Executive Manager of the Engineering Group. He possesses abundant experience and knowledge regarding operations and management of the Company.</p> <p>The Company proposes his re-appointment as a candidate for Director as it expects he will play an appropriate role in determining important management matters and management supervision for the sustainable improvement of the corporate value of the Group utilizing this experience and knowledge.</p>			

No.	Name (Date of birth)	Career summary, post, responsibility in the Company and significant concurrent positions	Number of Company's shares owned
2	 Tsuyohito Nishiyama (Apr. 23, 1961) <u>Re-election</u>	April 1985 Joined the Company April 2012 General Manager of Project Administration Department 1, Business Administration Division, Corporate Marketing Group April 2014 General Manager of Corporate Planning Department, Corporate Planning & Administration Division April 2015 Executive Officer of the Company Deputy Executive Manager of Corporate Planning & Administration Division and General Manager of Corporate Planning Department April 2016 Executive Manager of Corporate Planning & Administration Division June 2016 Director & Executive Officer of the Company April 2018 Director & Managing Executive Officer April 2019 Director & Senior Managing Executive Officer (up to the present) Executive Manager of Corporate Marketing Group and Executive Manager of Business Administration Division (up to the present)	16,492 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Tsuyohito Nishiyama has mainly been engaged in the Business Administration Division, the Marketing Division and the Corporate Planning & Administration Division, and currently serves as a Senior & Managing Executive Officer and Executive Manager of Corporate Marketing Group that supervises overall marketing. He possesses abundant experience and knowledge regarding operations and management of the Company.</p> <p>The Company proposes his re-appointment as a candidate for Director as it expects that he will play an appropriate role in determining important management matters and management supervision for the sustainable improvement of the corporate value of the Group utilizing this experience and knowledge.</p>			

No.	Name (Date of birth)	Career summary, post, responsibility in the Company and significant concurrent positions	Number of Company's shares owned
3	 Hideki Takeguchi (Mar. 4, 1962) <u>Re-election</u>	April 1985 Joined the Company April 2012 Deputy General Manager of Environmental Engineering Department 1, Project Center, Engineering Group April 2014 General Manager of Environmental Engineering Department 1, Project Center, Engineering Group April 2015 Executive Officer of the Company Deputy Executive Manager of Project Center, Engineering Group and General Manager of Environmental Engineering Department 1 April 2016 Executive Manager of Project Center, Engineering Group June 2016 Director & Executive Officer of the Company April 2018 Director & Managing Executive Officer April 2019 Director & Senior Managing Executive Officer (up to the present) Executive Manager of Engineering Group and Executive Manager of Management Center (up to the present)	16,579 shares
[Reasons for nomination as a candidate for Director] Mr. Hideki Takeguchi has mainly been engaged in the Planning Technology Division, and currently serves as a Director & Senior Managing Executive Officer and Executive Manager of Engineering Group that supervises the overall technology. He possesses abundant experience and knowledge regarding operations and management of the Company. The Company proposes his re-appointment as a candidate for Director as it expects that he will play an appropriate role in determining important management matters and management supervision for the sustainable improvement of the corporate value of the Group utilizing this experience and knowledge.			

No.	Name (Date of birth)	Career summary, post, responsibility in the Company and significant concurrent positions		Number of Company's shares owned
4	 Koji Tanaka (Jun. 15, 1962) <u>Re-election</u>	April 1986 April 2009 August 2011 April 2014 April 2017 June 2017 April 2018 April 2021	Joined the Company Deputy General Manager of European Operations Department, Corporate Planning & Administration Division General Manager of Corporate Planning Department, Corporate Planning & Administration Division General Manager of Human Resources Department, Corporate Services Division Executive Officer of the Company Executive Manager of Compliance & CSR Promotion Division, Executive Manager of Corporate Services Division and General Manager of Legal Affairs Department Director & Executive Officer Executive Manager of Compliance & CSR Promotion Division and Executive Manager of Corporate Services Division Director & Managing Executive Officer (up to the present) Executive Manager of International Division and Executive Manager of Compliance & CSR Promotion Division. (up to the present)	10,718 shares
[Reasons for nomination as a candidate for Director] Mr. Koji Tanaka has mainly been engaged in the Information Systems Division, neutral divisions such as human resources, Corporate Planning & Administration Division and overseas business management division, and currently serves as a Managing Executive Officer and Executive Manager of International Division responsible for overseas business and Compliance & CSR Promotion Division responsible for compliance and CSR. He possesses abundant experience and a wide range of knowledge regarding operations and management of the Company. The Company proposes his re-appointment as a candidate for Director as it expects that he will play an appropriate role in determining important management matters and management supervision for the sustainable improvement of the corporate value of the Group utilizing this experience and knowledge.				

No.	Name (Date of birth)	Career summary, post, responsibility in the Company and significant concurrent positions		Number of Company's shares owned
5	 Kunio Hamada (Feb. 9, 1965) Newly nominated	July 1990 April 2012 June 2013 April 2018 April 2021	Joined the Company Deputy General Manager of Cost Control & Project Administration Department, Management Center, Engineering Group General Manager of Cost Control & Project Administration Department, Management Center, Engineering Group Executive Officer (up to the present) Deputy Executive Manager of Corporate Planning & Administration Division and General Manager of Corporate Planning Department Executive Manager of Corporate Planning & Administration Division (up to the present)	6,351 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Kunio Hamada has mainly been engaged in the engineering division and cost management division, and currently serves as Executive Officer and Executive Manager of Corporate Planning & Administration Division responsible for finance and formulation and implementation of corporate plans. He possesses abundant experience and a wide range of knowledge regarding operations and management of the Company.</p> <p>The Company proposes his appointment as a new candidate for Director as it expects that he will play an appropriate role in determining important management matters and management supervision for the sustainable improvement of the corporate value of the Group utilizing this experience and knowledge.</p>				

No.	Name (Date of birth)	Career summary, post, responsibility in the Company and significant concurrent positions	Number of Company's shares owned
6	 Hiroshi Oishi (Feb. 28, 1965) <u>Newly nominated</u>	April 1988 Joined The Dai-Ichi Kangyo Bank, Ltd. (currently Mizuho Bank, Ltd.) January 2008 Deputy General Manager of Human Resources Department, Mizuho Securities Co., Ltd. January 2013 Deputy General Manager of Corporate Planning Department April 2013 General Manager of Securities & Trust Promotion Department, Mizuho Bank, Ltd. April 2016 General Manager of Customer Service Department and General Manager of Management Department, Mizuho Financial Group, Inc. August 2019 Executive Officer of the Company (up to the present) Deputy Executive Manager of Energy Plant Division, Corporate Marketing Group April 2021 Executive Manager, Corporate Services Division (up to the present)	1,781 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Since joining The Dai-Ichi Kangyo Bank, Ltd. (currently Mizuho Bank, Ltd.), Mr. Hiroshi Oishi engaged in various operations at the bank and its group companies including deposits, money transfers, loans, currency exchange, business planning, human resources and customer service. At the Company, he has engaged in product and service sales in the marketing division, and currently serves as Executive Officer and Executive Manager of Corporate Services Division responsible for general affairs and human resources. He possesses abundant experience and a wide range of knowledge regarding operations and management of the Company.</p> <p>The Company proposes his appointment as a new candidate for Director as it expects that he will play an appropriate role in determining important management matters and management supervision for the sustainable improvement of the corporate value of the Group utilizing this experience and knowledge.</p>			

(Notes)

1. There are no special interests between the candidates and the Company.
2. The number of Company shares owned by candidates for Director includes holdings as part of the Takuma Executive Shareholder Association.
3. Pursuant to Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance contract with an insurance company covering damages to be borne by the insured persons arising from shareholder derivative lawsuits, corporate litigations, and third party litigations. The candidates will be included as the insured under this insurance contract. The Company intends to renew the contract with the same details at the next renewal.


Proposal 3: Election of Two (2) Directors who are Audit & Supervisory Committee Members


The terms of office of Ms. Tomomi Fujita who is an Audit & Supervisory Committee Member will expire at the conclusion of this Annual General Meeting of Shareholders. In addition, Mr. Yasushi Enomoto will resign his post as Audit & Supervisory Committee Member. Accordingly, the election of two (2) Directors who are Audit & Supervisory Committee Members is proposed.

This proposal has gained approval from the Audit & Supervisory Committee.

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

No.	Name	Posts, responsibility in the Company and significant concurrent positions	Attendance at Board of Directors meetings (Fiscal 2020)	Attendance at Audit & Supervisory Committee meetings (Fiscal 2020)
1	Keizo Masugi Newly nominated	Assistant General Manager of Audit & Supervisory Committee's Office	-	-
2	Tomomi Fujita Re-election Outside Independent	Director (Audit & Supervisory Committee Member) Partner of Innoventier Outside Auditor of TAIYO YUDEN CO., LTD. Vice President of Licensing Executives Society JAPAN Assistant Lecturer of Kyoto University Law School	17 out of 17 meetings (100%)	12 out of 12 meetings (100%)

No.	Name (Date of birth)	Career summary, post, responsibility in the Company and significant concurrent positions	Number of Company's shares owned
1	 Keizo Masugi (June 29, 1964) Newly nominated	January 2001 Joined the Company April 2014 General Manager of Accounting Department, Corporate Planning & Administration Division April 2016 General Manager of Corporate Planning Department, Corporate Planning & Administration Division April 2018 General Manager of General Affairs Department and General Manager of Legal Affairs Department, Corporate Services Division April 2021 Assistant General Manager of Audit & Supervisory Committee's Office (up to the present)	10,403 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Keizo Masugi has mainly been engaged in the accounting department and Corporate Planning & Administration Division, and served as General Manager of General Affairs Department and Legal Affairs Department handling shareholder response and other general affairs duties and as well as preventive legal work and other legal affairs. He currently serves as an assistant to the Audit & Supervisory Committee Members. He possesses abundant experience and a wide range of knowledge regarding operations and management of the Company.</p> <p>The Company proposes his appointment as a new candidate for Director who is an Audit & Supervisory Committee Member with the expectation that he would conduct appropriate audits and supervision for the sustainable improvement of the corporate value of the Group utilizing this experience, knowledge, and expertise in finance and accounting.</p>			

No.	Name (Date of birth)	Career summary, post, responsibility in the Company and significant concurrent positions	Number of Company's shares owned
2	 <p>Tomomi Fujita</p> <p>(Name on the family registry: Tomomi Okada) (Nov. 4, 1980)</p> <p>Re-election Outside Independent</p>	<p>October 2004 Registered as Attorney at Law (Osaka Bar Association) Joined Kitahama Partners</p> <p>January 2012 Partner of Kitahama Partners</p> <p>March 2016 Left Kitahama Partners</p> <p>April 2016 Founded Innoventier Partner of Innoventier (up to the present)</p> <p>February 2017 Director, Licensing Executive Society Japan</p> <p>April 2018 Assistant Lecturer, Kyoto University Law School (up to the present)</p> <p>June 2019 Director (Audit & Supervisory Committee Member) of the Company (up to the present)</p> <p>June 2019 Outside Auditor of TAIYO YUDEN CO., LTD. (up to the present)</p> <p>February 2020 Vice President of Licensing Executives Society JAPAN (up to the present)</p>	0 shares
<p>[Reasons for nomination as a candidate for Outside Director and expected roles]</p> <p>Ms. Tomomi Fujita is involved in management of law firm Innoventier as Partner while serving as Vice President of the Licensing Executive Society Japan and Assistant Lecturer of Kyoto University Law School. She possesses abundant experience and expertise regarding corporate law covering intellectual property, business revitalization, M&As, and the Companies Act. In addition to serving as Outside Director who is an Audit & Supervisory Committee Member of the Company, she serves as an Outside Auditor for a listed company. The Company proposes her re-appointment as a candidate for Outside Director who is an Audit & Advisory Committee Member with the expectation that she would strengthen the audit and supervisory function of the Company and contribute to the sustainable improvement of the corporate value of the Group by conducting neutral, objective audits, supervising corporate management through the selection and dismissal of executives and decision on remuneration, and providing advice and recommendations on the management of the Company as a whole from a broad perspective utilizing her experience and expertise. Additionally, although she has not been directly involved in corporate management other than as an outside officer in the past, the Company has judged that she can appropriately execute the duties of Outside Director who is an Audit & Supervisory Committee Member due to the above reasons.</p>			

(Notes)

1. There are no special interests between the candidate and the Company.
2. The number of Company shares owned by candidates for Director includes holdings as part of the Takuma Employee Shareholder Association.
3. Ms. Tomomi Fujita is a candidate for Outside Director.
4. The Company has designated Ms. Tomomi Fujita as an Independent Officer as prescribed by Tokyo Stock Exchange, Inc., and submitted notification to the Exchange. If her election is approved, the Company intends to continue to designate her as an Independent Officer.
5. The term of office of Ms. Tomomi Fujita as Outside Director who is an Audit & Supervisory Committee Member shall be two (2) years at the conclusion of this meeting.
6. The Company has entered into an agreement with Ms. Tomomi Fujita to limit her liability pursuant to Article 423, paragraph (1) of the Companies Act, in accordance with the Company's Articles of Incorporation. The liability limit for damages based on this agreement shall be the minimum amount as stipulated in Article 425, paragraph (1) of the Companies Act. If the election of the candidate is approved, the Company intends to continue the said agreement.
7. If the election of Mr. Keizo Masugi is approved, the Company intends to enter into an agreement with him to limit his liability pursuant to Article 423, paragraph (1) of the Companies Act, in accordance with the Company's Articles of Incorporation. The liability limit for damages based on this agreement shall be the minimum amount as stipulated in Article 425, paragraph (1) of the Companies Act.
8. Pursuant to Article 430-3, paragraph (1) of the Companies Act, the Company has entered into a directors and officers liability insurance contract with an insurance company covering damages to be borne by the insured persons arising from shareholder derivative lawsuits, corporate litigations, and third party litigations. The candidates will be included as the insured under this insurance contract. The Company intends to renew the contract with the same details at the next renewal.

9. If the proposal is approved as originally proposed, the Audit & Supervisory Committee Members are as follows.

No.	Name	Posts, responsibility in the Company and significant concurrent positions
1	Keizo Masugi	Assistant General Manager of Audit & Supervisory Committee's Office
2	Osamu Iwahashi <div>Outside Independent</div>	Director (Audit & Supervisory Committee Member) Executive Director of Public Interest Incorporated Foundation Japan Police Scholarship Association
3	Tomomi Fujita <div>Outside Independent</div>	Director (Audit & Supervisory Committee Member) Partner of Innoventier Outside Auditor of TAIYO YUDEN CO., LTD. Vice President of Licensing Executives Society JAPAN Assistant Lecturer of Kyoto University Law School
4	Yoshiaki Ito <div>Outside Independent</div>	Director (Audit & Supervisory Committee Member) Representative of Ito Certified Public Accountant Office Outside Director of NAIGAI TRANS LINE LTD.
5	Tetsuya Kaneko <div>Outside Independent</div>	Director (Audit & Supervisory Committee Member) President of Yushu Corporation Co., Ltd.