Sustainability and ESG Themes beyond the material issues



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# Pursuing sound governance

 Engage in corporate management that meets societaine a lasting positive reputation for value
 Instill a healthy corporate culture and business practices

- Deepening understanding of our corporate philosophy among executives and employees
- Regular dialogue with shareholders and investors
   Improving awareness of the Toyo Tire Group Charter of Corporat Behavior and Code of Conduct

# Sound governance

### **Basic policy**

Initiatives

The Toyo Tire Group practices the principles of Japan's Corporate Governance Code in an appropriate fashion to ensure effective corporate governance. We seek to ensure the rights and equal treatment of shareholders and to appropriately cooperate and engage in dialogue with our other stakeholders. We strive to make appropriate information disclosure and ensure transparency to help achieve those aims. The Board of Directors is accountable to the Company's shareholders and, as such, strives to appropriately execute its roles and responsibilities in order to enhance profitability and capital efficiency and, by extension, achieve the Company's sustainable growth and increase corporate value over the medium to long term.

In addition, our philosophy states that we will always seek to act in an impartial manner by prioritizing the desire to be useful to society through proper working practices as the basis for our decision-making.

As part of our efforts to strengthen compliance, which we consider to be the essential element that embodies this philosophy, we established the Toyo Tire Group Charter of Corporate Behavior as a set of common principles to help all Group companies conduct sincere business activities. We also formulated the Toyo Tire Group Code of Conduct to assist all executives and employees in implementing the Charter of Corporate Behavior, and seek to instill that code across the whole Group. The Charter of Corporate Behavior and the Code of Conduct are reviewed when appropriate and any necessary revisions are resolved upon by the Board of Directors.

### Governance structure

Our corporate governance system consists of the Board of Directors, which is responsible for decision-making and supervisory functions, and, under that, the Nomination & Compensation Committee, which acts as an advisory body to the Board of Directors on matters relating to personnel affairs, compensation and other matters pertaining to directors.

We also have an Executive Committee that makes decisions on business execution, various special committees that deliberate and consult on individual fields, and an Audit & Supervisory Board, a body that audits the Board of Directors and the execution of directors' duties. This system enables all these functions to be fully exercised.

The Board of Directors meets, in principle, once a month to decide on important matters and supervise the execution of duties by directors. Outside directors attend Board meetings, take part in active exchange of opinions, and monitor and supervise management. The Board of Directors also receives regular reports on important management risks debated in the Executive Committee and the Sustainability Committee, supervises risk management and assesses its effectiveness.

#### Governance structure (As of March 29, 2023)

# General Meeting of Shareholders (annually) Board of Directors (monthly) Members: 8 directors (including 4 outside directors) Executive Committee (twice a month) Special of Sustainability Committee (quarterly) Discusses important matters related to the sustainability across the Group as well as policies and strategies for strengthening and promoting sustainability management Compliance Committee (quarterly) Conducts discussions and examinations to promote, enhance and strengthen compliance within the Group Crisis Management Committee (quarterly) Deliberates the planning of measures and management against crisis

Organization & Personnel Committee (quarterly) Deliberates important issues related human resources

### Governance overview

<ul> <li>Organizational format</li> <li>Company with an Audit &amp;</li> <li>Supervisory Board</li> </ul>	Directors     8     (outside directors: 4)     (female directors: 1)
<ul> <li>Audit &amp; Supervisory Board members 5</li> <li>(outside members: 3)</li> </ul>	<ul> <li>Independent officers (including Audit &amp; Supervisory Board members)</li> </ul>
<ul> <li>Number of Board of Directors' meetings (FY2022) 17</li> </ul>	<ul> <li>Attendance of outside directors at Board meetings (FY2022)</li> <li>100%</li> </ul>

### Board of Directors' initiatives

Every year, we conduct a registered questionnaire of all directors and Audit & Supervisory Board members on the operation, composition, activities and other factors relating to the Board of Directors in order to analyze and evaluate the effectiveness of the Board as a whole. We entrust the aggregation, analysis and evaluation of the questionnaire responses to a third-party to ensure a fair result. We commit to further improving the functioning of the Board of Directors based on the third-party evaluation results.

# [Overview of questionnaire analysis and evaluation, and future response]

The evaluation of many items increased compared to the previous year and progress had been made. As a result, we



believe that the effectiveness of the Board of Directors as a whole has been ensured. Management supervision has been evaluated particularly highly for the past seven years.

However, some did request an earlier completion of the preparation process so that they can work on further improving the quality of discussions to enhance Board effectiveness. We will continue to work to improve these and other issues.

# Engaging in dialogue with shareholders and investor

Toyo Tire Corporation holds an annual general meeting of shareholders, and guarterly financial results briefings. Top management conveys its opinions on performance trends, business environments and future outlook for the Group to institutional investors and securities analysts when we announce interim and full-year business results. In addition to these activities, we also seek to promote understanding of Group strategy by creating multiple opportunities for the company president and other senior executives to engage in a dialogue on the issues that interest institutional investors and securities analysts, and providing quarterly opportunities (individual interviews) for investors to communicate and ask questions of IR staff. We also respond proactively to dialogue requests from institutional investors around the world either in the form of individual interviews or conferences. In 2022, senior executives engaged with investors through small meetings on seven occasions (81 attendees from 73 institutions) and IR staff handled 342 interviews for shareholders and investors from 254 institutions

# Message from the Chairman

# **Our Talent and Intellectual Property Drive Sustainability and Growth**

# Yasuhiro Yamada Chairman of the Board

Vision

Looking back on the first half of the medium-term business plan, although external factors impacted the financial results, I am pleased to see that we are making a steady progress in the direction shown in our stated growth strategy. Examples of our achievements include the development of differentiated products that focus on the coming decarbonized society, our new Serbia Factory for the production of products for the local market coming into operation, the strengthening of our brand at the global level and a shift toward sustainability management. We have also been successful in allocating operating cash flow strategically to investments in growth and returns to our shareholders

The second half of the business plan toward 2025 is the stage where we start harvesting the fruits of the measures we implemented in the first half. We need to accelerate the work we do in the areas exposed to major changes such as the shift to electric vehicles (EVs) and our solutions business initiatives. It is important that we are mindful of the possibility that unexpected changes may occur in the external environment, and that we become even more agile in responding to changes by ensuring that all our corporate functions across the globe work together.

From a slightly longer-term perspective, of all the conditions we are facing, the transition to EVs stands out as it is happening faster than expected, and there is a good prospect of services based on the CASE (Connected, Autonomous, Shared, Electric) model becoming a reality. Automobiles have a potential to become a solution for global social issues such as decarbonization, labor shortage and regional inequality as well as a platform that supports livelihoods. These huge waves of change can bring novel customer experiences. We need to be aware that the changes in the customer base that has supported our corporate value until now can be both a risk and opportunity for us. Our mission is "to create excitement and surprise with our products that exceed customer expectations

# Compliance

# **Basic policy**

We ensure that all executives and employees within the Group prioritize compliance in their day-to-day operations.

# Action promotion system

We set up the Compliance Committee as one of the special committees under the jurisdiction of the Executive Committee to consult and investigate ways to promote compliance. The Chief Compliance Officer (CCO), compliance officers (CO) and compliance leaders (CL) play a key role in promoting compliance under our compliance officer system.

The Compliance Committee, chaired by the CCO appointed by the Board of Directors, meets quarterly in principle, and reports the results of its discussions twice a year to the Executive Committee, which is supervised by the Board of Directors

The Compliance Department provides support at all stages so that the system functions

The status of activities to promote compliance is also reported to the Board of Directors as appropriate.

# properly and effectively Compliance Committee Board of Directo Chair: CCO air: CCO embers: COs and Compliance & Legal vision Manager pservers: Directors and Audit & pservers: Board mombers Supervisory Board members Secretariat: Compliance Dep ice Officer (CO) Reporting Hotline Consultation Counter to Comply onopoly Law Harassment Hotline

CCO: Investigates, gives instructions and orders (including the suspension of operations and shipments, etc.) and makes suggestions on compliance matters for the entire Group

- CO: Investigates, gives instructions and orders (including suspension of operations and shipments, etc.) and makes suggestions on compliance matters in their department
- CL: Assists COs and reports to department managers and COs upon becoming aware of a compliance incident when promoting compliance activities in the workplace

# Instilling the Group Charter of Corporate Behavior and Code of Conduct

We instill awareness in each and every Group employee and work to strengthen compliance by creating the Global Code of Conduct Handbook (available in nine languages: Japanese, English, Russian, German, Italian, Chinese, Thai, Malay and Portuguese) as a guide for putting the Toyo Tire Group Charter of Corporate Behavior and the Toyo Tire Group Code of Conduct in practice.

In Japan, we conduct read-along training sessions for all executives and employees, including Group companies, of the Code of Conduct Handbook or the Supplementary Reader with familiar and specific examples for manufacturing or sales sites. Upon completing the training, each participant submits a written pledge to promote compliance.

#### Conducting compliance awareness surveys

We conduct annual compliance awareness surveys to ascertain the degree of compliance-related awareness among employees and aid our future endeavors.

Response rate 2022 compliance awareness 89.4% survey results (2021: 92.5%) Implementing activities to promote compliance Made one or more attempts to raise 94% compliance awareness over the past year (2021: 94%) Degree of compliance awareness and understanding 88% Understand what compliance means (2021:89%) \* Toyo Tire compliance: Instead of simply adhering to laws and regulations, we must comply with laws, regulations and interna rules, and be guided in our actions by a keen sense of ethics. Degree of embedding of compliance 94% Remain conscious of compliance when conducting own work activities

(2021: 94%)

Company-wide risk management system

Risks expected to affect the Group's business activities are managed by the functional organization or meeting body associated with each risk. We are currently restructuring our company-wide risk management system in light of the need to further strengthen risk management, based on our awareness that the globalization of our business activities and supply chain has resulted in a wide variety of risks becoming more complex and interrelated.

The Corporate Headquarters identifies risks associated with climate change and human rights risks in all our business activities, including our supply chain, and assesses their materiality, formulates measures in cooperation with relevant divisions and reports on such activities to the Sustainability Committee. We plan to manage such ESG risks in conjunction with our company-wide risk management svstem



and enriches society." We can seize these changes as an opportunity by understanding that new customer experiences will transform the quality of the excitement and surprise we create, and responding to it quickly and flexibly.

As for the effectiveness of our Board of Directors, I am pleased to see that, all in all, it has been improving every year. The diversity and skill mix of the outside directors have improved. More importantly, there is a healthy tension in discussions as the directors look at the big picture and express their views to the executive side freely and vigorously, and this is gradually becoming the culture of the Board. The synergy of this diversity and culture has made the discussions of important matters more thorough and meaningful, and this is improving the quality of decision making.

Another role of the Board of Directors is to make the executive side consider what a sustainable value creation process would be from a medium- to long-term perspective and encourage it to take the necessary risks to enable it. As the chair of the board, I would like to use oversight as a means of further boosting our earning power and guiding the Group for making it an organization that creates long-term value. I believe that the key drivers of our efforts to achieve stronger action on sustainability and more earning power at the same time are our talent and intellectual property in a wider sense, which includes customer loyalty and the power of the brand that belong to the organization. The human capital and intellectual capital are intangible assets that, if gathered, invested in and leveraged, will bring about a business model and a corporate brand that lead to sustainable corporate value creation.

We, the Board of Directors, are committed to playing our part in the Group's growth by continuing to monitor short-term results while also engaging in active debate that focuses on the future, which is essential in order to improve our medium- to long-term corporate value.

# Messages from the Outside Directors



The year 2023 marks the halfway point for Medium-Term '21 Plan, the Toyo Tire Group's published medium-term business plan. I appreciate that the Group has made a certain degree of progress and achieved results on specific management indicator targets, which represent a quantitative commitment.

In 2022, production activities did not proceed as planned for part of the year due to labor shortages and other issues at the North America plant. The North American business regained its usual strength following the implementation of various measures. However, in such situations, I believe it is necessary to carefully evaluate the particular nature of the plant, appropriately assess the validity of the Group's plan, and pursue what is ultimately the right path for the long term, rather than implement remedial measures that focus exclusively on progress against an existing production plan. The best approach is to guide and determine corporate direction through debate that considers the Group's strengths and weaknesses and links the ideas of individual business functions. I believe companies grow stronger by preparing the groundwork for that style of business operation.

Productivity at the new Serbia Factory is set to increase over the second half of Medium-Term '21 Plan. Here, the Group should consider how it intends to balance its pillar market of North America and other markets going forward, and ensure those considerations are incorporated into the plans for each regional product segment when executing production and sales policies.

To that aim, the R&D, production and sales functions should demonstrate their own specialist expertise, while remaining mindful of the need to enhance inter-functional cooperation and optimize the capabilities of each individual function. I also feel that the Group should hone an objective sense and perspective with regard to any excessive or deficient elements that might arise from its functional organization and make the appropriate adjustments, while also strengthening the Group's strategic functions that provide the necessary materials for setting overall business direction and making management decisions.

Most people assume the world will continue on its evolutionary path toward a sustainable society. The intrinsic need for tires will not change dramatically, but we are likely to see changes in the shape and nature of mobility. We could see a clearer division of mobility needs between people who focus more on the practical elements of driving and those who place greater emphasis on driving pleasure and comfort. It will become increasingly important for the Group to develop strategies that successfully capture these trends and successfully differentiate the Group by leveraging its strengths. In May 2023, Toyo Tire Corporation announced its research and development of butadiene rubber derived from carbon dioxide, and I feel the Company will also start to attract attention for its efforts to advance materials and processes that are not directly manifested as product functions.

In my role as an outside director, I am committed to supporting the continued development of the Toyo Tire Group by objectively analyzing current situations, making proposals that consider the Group's strengths and weaknesses and helping the Group strengthen its corporate frameworks to achieve sustainable growth.



In May 2023, the Japanese government downgraded the legal status of COVID-19 to a class V virus on a par with seasonal influenza. I admire how the Toyo Tire Group has managed to gradually enhance its strength over the first half of Medium-Term '21 Plan, despite operating under the shadow of the virus throughout that period.

The complications associated with the keenly awaited launch of the Serbia Factory were acceptable given the prevailing circumstances during the first half of the medium-term plan, but the Group now needs to determinedly progress to full-scale operations at the plant by the end of 2023.

I also believe that, ideally, the Group should continue the stable operation of the U.S. plant as planned and further strengthen its pillar business in the North American market. At the same time, I believe strongly that the Group's presence in the Japanese market will increase following the integral restructuring of domestic sales subsidiaries together with Toyo Tire Corporation itself. Given the fact that the automobile industry is currently undergoing major change, I believe the key to success in the second half of Medium-Term '21 Plan will lie in the Group's ability to fully utilize its data-driven solutions and other nascent technological innovation. It is vital that the sales function clearly understands and feeds through any pertinent information from the market in discussions with the R&D function to leverage the Group's expertise and encourage comprehensive action across all functions. The Group also needs to use current company-wide digital transformation (DX) initiatives to transform the way it operates and to establish new work styles. I want to see the Group use its COVID-19 experience to build its very own new working style, and to communicate the appeal of that style

both internally and externally.

I expect the airless tires that the Group is currently developing will prove an ideal product for promoting safe transportation in lightly populated areas and households with elderly residents. I expect the Group to conduct this kind of future-oriented discussions and reveal new banner products. The Toyo Tire Group promotes sustainability management by setting medium- to long-term targets based on material issues that dovetail with its corporate philosophy and aligning those targets with specific business issues. I'm keenly observing how the Group's steady build-up of a range of activities and the reliable application of activities to each individual issue can help realize sustainability.

The path ahead will be strewn with uncertain external factors. It is important for the Group to respond accurately and promptly to variable factors that are beyond its control, while achieving thorough and steady progress on issues that are not overly influenced by those factors.

The Board of Directors has already undergone considerable change during the Group's business restructuring and name change. I feel that proposals refined on the executive side are now being presented, lively discussions are being held that include outside directors, and the supervisory function of the Board of Directors is being amply demonstrated. Personally, I think it is important to visit frontline plants and research institutes to share awareness of various issues with senior managers. Going forward, I want to help the Toyo Tire Group develop and grow by continuing to prize this approach, while also stimulating more lively discussions on future development beyond Medium-Term '21 Plan.

# Messages from the Outside Directors



In the wake of COVID-19, Russia's invasion of Ukraine and other events, the external environment proved turbulent in the years of 2021 and 2022, which represent the first half of Medium-Term '21 Plan, and the impact on the Toyo Tire Group's business operations was considerable. However, while there has been some volatility, overall business performance has held steady. My overriding impression is that the Group has managed to make steady progress because all functions have worked together to address global turmoil by adhering to the Group's ultimate commitment to strengthen its ability to promptly and flexibly respond to change. Change is fast becoming a common occurrence, and the speed of that change is accelerating dramatically. One area of concern is the fragmentation of the global economy due to inflationary trends and bilateral tensions. Having said that, the flipside of any risk is opportunity, and, going forward, stakeholders will likely pay greater attention to the organization's ability to respond swiftly to environmental changes. I think the important thing is for the Group to build on its achievements in the first half of Medium-Term '21 Plan in the second half of the plan

I have always said that digital transformation (DX) and human resources are key to achieving Medium-Term '21 Plan targets. The core point of DX is not simply to change a company's systems, but to change the very way it does business. I laud the Group's united approach, which I believe will ultimately help foster more able human resources across all tasks. Right now, DX measures are primarily focused on rationalizing various functions but, once a sufficient degree of rationalization and effective functional utilization is achieved, I

think the Group's ability to build new business models based on this progress will become increasingly important. People will be the resource that ultimately fuels these dramatic changes. Developing these kinds of human resources will enable the Toyo Tire Group to generate further growth.

Meanwhile, I believe that the Board of Directors can improve its effectiveness by instigating consistent reviews and incremental improvements. The Group is making gradual progress on this front, including the issue of more diverse representation, and I feel that the debate on this subject is extremely vigorous. In view of the increasingly global nature of its business, it must respond to risk-associated changes in economic environments from a global perspective. In such an environment, I believe one of the important roles of the Board of Directors is to encourage debate based on diverse perspectives, including those of outside directors, and actively engage in healthy risk-taking.

There will be times when the Toyo Tire Group will need to change its own processes and structures in order to ensure its business management can adapt to dramatic change. It can be extremely effective to listen to external perspectives when making those decisions. In other words, I think outside directors can serve as catalysts for change.

As an outside director, I can and will help the Group evolve by providing additional external perspective that will help strengthen its corporate organization.



I was appointed outside director at the annual general meeting of shareholders held on March 29, 2023, and joined the management team at the half-way point of our medium-term business plan, the Medium-term '21 Plan. Discussions of the Board of Directors suggest to me that, in spite of the global economic turmoil we have faced over the last few years, including the COVID-19 pandemic and the Russian aggression in Ukraine, the Group has succeeded in making progress to a degree by diligently implementing the Medium-Term '21 Plan. However, we should not take it for granted that the Group will achieve the final targets, and must remain alert for changes that might arise in this uncertain world and addressing them well.

Particularly, I believe the key is going to be how the Group will respond to the business risks brought on by the shifting of focus on the environment and the wave of digitalization and turn them into opportunities. The Toyo Tire Group needs to consider carefully how these changes may affect the future of mobility, but judging by the policies adopted in Europe, we should assume that the speed of change may well be faster than we expect. We are entering an era where new players from outside the existing automotive supply chain can bring disruptive innovations that can change the social system fundamentally. The Group is good at product differentiation within its sector, but it is nevertheless necessary to ensure that it devises a strategy that anticipates these changes so that it can develop new technologies and products without slowing down. Another clearly urgent issue is digitalization of production lines, which must go beyond improving production efficiency. It is important to have a company-wide perspective of how to take manufacturing to the next level and add value to production

activities as the Group invests in and implements the plans.

We hear so much about the need for more diversity within companies and their boards these days, and I am aware of the male-dominated nature of the Group's sector even within the manufacturing industry. However, manufacturing companies have a wide variety of functional departments, including the factory floor, and I hope to play a role in improving the diversity of the Group so that it can attract more women and give them the opportunity to flourish.

Staying on the subject of diversity, I believe that the Group also needs to strengthen its governance structure to ensure it is fit for the next stage of its business as it globalizes its operations. I think the Toyo Tire Group has a positive company culture that values harmony and cooperation. I am convinced that, if the Group maintains this culture and creates an environment where voices from diverse perspectives - be it from outside the Group or outside Japan - are welcomed, we will be able to make the Group stronger even in these times of uncertainty

As we strive toward building a sustainable society, businesses will face even stronger demands from investors and wider society to embrace ESG and improve disclosure. I believe it is important that the Group firstly identifies priorities and high-impact issues to tackle in areas where it operates, including the business plans, business characteristics and suppliers, then applies its human resources and other management resources to those areas, and integrates them into the overall management strategy. As an outside director, I am determined to contribute toward the Group's endeavor to achieve sustainable growth.

# **Directors, Audit & Supervisory Board Members and Corporate Officers**



Director, Chairman of the Board Yasuhiro Yamada (Date of birth: April 8, 1958) Number of shares of the Company held 3,929

# Career summary, positions, assignment and significant concurrent positions

#### Apr. 1983 Joined Mitsubishi Corporation

- Jun. 2007 Director, Hokuetsu Paper Mills, Ltd. (currently, Hokuetsu Corporation)
- Apr. 2013 General Manager, Paper & Packaging Dept., Mitsubishi Corporation
- Apr. 2015 Senior Vice President; Division COO, Living Essential Products Division Mitsubishi Corporation
- Apr. 2018 Adviser (full-time), Toyo Tire Corporation
- Mar. 2019 Director, Chairman of the Board (current position)



Director, Corporate Officer Tatsuo Mitsuhata (Date of birth: December 13, 1964) Number of shares of the Company held 12.570

### Career summary, positions, assignment and significant concurrent positions

- Apr. 1988 Joined Toyo Tire Corporation
- Jan. 2012 President, Toyo Tire U.S.A. Corp. Jul. 2014 General Manager, Europe Business Unit, Tire Business
- Group Headquarters, Toyo Tire Corporation Corporate Officer; Division General Manager, Tire Planning Jan. 2016
- Division, Tire Business Group Headquarters Jan. 2017 Corporate Officer: Vice President, North American
- **Business Development Division** Jan. 2019 Corporate Officer; Vice President, Sales Headquarters
- Mar. 2019 Director: Corporate Officer: Vice President, Sales
- Headquarters (current position)



Representative Director, President & CEO Takashi Shimizu (Date of birth: April 2, 1961) Number of shares of the Company held 28,160

#### Career summary, positions, assignment and significant concurrent position

- Apr. 1985 Joined Toyo Tire Corporation
- Apr. 2010 President, Toyo Tire Holdings of Americas Inc.
- Jan. 2013 Division General Manager, Tire Planning Division, Toyo Tire Corporation
- Mar. 2014 Corporate Officer; Division General Manager, Tire Planning Division, Tire Business Group Headquarters; General Manager, Europe Business Unit
- Jul. 2015 Senior Corporate Officer; Division General Manager, Tire Planning Division, Tire Business Group Headquarters; General Manager, North America Business Unit
- Nov. 2015 Representative Director, President & CEO (current position)



# Director, Corporate Officer (Date of birth: December 23, 1965) Number of shares of the Company held

### Career summary, positions, assignment and significant concurrent positions

- Apr. 1989 Joined Toyo Tire Corporation
- Nov. 2014 General Manager, O.E. Tire Development Dept.
- Apr. 2015 General Manager, O.E. Tire Development Dept.; General Manager, O.E. Tire Technical Service Dept.
- Jan. 2017 Division General Manager, R&D Division No. 1
- Feb. 2018 Corporate Officer; Division General Manager, R&D Division No. 1, R&D Headquarters
- Jan. 2019 Corporate Officer; Division General Manager, Technology Development Division, R&D Headquarters; Division General Manager, Product Development Division
- Feb. 2020 Corporate Officer: Vice President, R&D Headquarters
- Mar. 2021 Director; Corporate Officer; Vice President, R&D Headquarters (current position)



# Outside Director Ken Morita

(Date of birth: October 24, 1948) Number of shares of the Company held 0

# Career summary, positions, assignment and significant concurrent positions

- Joined Matsushita Electric Industrial Co., Ltd. (currently, Apr. 1971 Panasonic Corporation)
- Oct. 2000 President, Matsushita Plasma Display Co., Ltd.
- Apr. 2006 Senior Vice President, Panasonic AVC Networks Company (currently, Panasonic Connect Co., Ltd.), Matsushita Electric Industrial Co., Ltd.
- Jun. 2009 Representative Director and Senior Managing Executive Officer, Panasonic Corporation
- Jun. 2012 Advisor. Panasonic Corporation
- Nov. 2015 Outside Director, Toyo Tire Corporation (current position)



# Atsushi Takeda (Date of birth: February 27, 1947)

Number of shares of the Company held 0

#### Career summary, positions, assignment and significant concurrent positions

Outside Director

- May 1970 Joined Nippon Steel Corporation
- Jun. 2002 Director, Nippon Steel Corporation
- Apr. 2006 President and Representative Director, Nippon Steel Coated Sheet Corporation
- Jun. 2014 Director and Advisor, Nippon Steel Coated Sheet Corporation
- Mar. 2016 Outside Director, Toyo Tire Corporation (current position)



Outside Director Michio Yoneda (Date of birth: June 14, 1949) Number of shares of the Company held 0

Yasuhiro Yamada

# Career summary, positions, assignment and significant concurrent position

Apr. 1973	Joined Bank of Japan
Dec. 2003	President & CEO, Osaka Securities Exchange Co., Ltd. (currently, Osaka Exchange, Inc.)
Jan. 2013	Director & Representative Executive Officer, Group COO, Japan Exchange Group, Inc.
Dec. 2016	Special Advisor (part-time), Toyo Tire Corporation
Jun. 2018	Outside Director, Asahi Broadcasting Group Holdings Corporation (current position)
Jun. 2018	Outside Corporate Auditor, Sumitomo Chemical Company, Limited (current position)
Mar. 2020	Outside Director, Toyo Tire Corporation (current position)
Significant concurrent positions	Outside Director, Asahi Broadcasting Group Holdings Corporation; Outside Corporate Auditor, Sumitomo Chemical Company, Limited

#### **Directors and Audit & Supervisory Board Members**

Director, Chairman of the Board

# President & ( Senior Corpo

Representative Director, President & CEO	Takashi Shimizu	Senior Corpo
Director, Corporate Officer	Tatsuo Mitsuhata	Senior Corpo
Director, Corporate Officer	Satoru Moriya	Senior Corpo
Director	Ken Morita	Corporate Of
Director	Atsushi Takeda	Corporate Of
Director	Michio Yoneda	Corporate Of
Director	Yukiko Araki	Corporate Of
Standing Audit & Supervisory Board Member	Satoshi Taketsugu	Corporate Of
Standing Audit & Supervisory Board Member	Mitsunobu Kohno	
Audit & Supervisory Board Member	Katsusuke Amano	
Audit & Supervisory Board Member	Tomoyuki Matsuba	
Audit & Supervisory Board Member	Yasuhiro Kitao	

Note 1: Ken Morita, Atsushi Takeda, Michio Yoneda and Yukiko Araki are outside directors Note 2: Katsusuke Amano, Tomoyuki Matsuba and Yasuhiro Kitao are outside auditors.

### **Skill motrix**

		Outside	Area able to exhibit particular expertise						Nomination			
Name	Officer category		Corporate management	Sales and marketing		Manufacturing and quality assurance	and	Legal and risk management	Experience outside Japan	Digital transformation	Sustainability	and Compensation Committee
Yasuhiro Yamada	Director, Chairman of the Board		0	•				•	0			•
Takashi Shimizu	Representative Director, President & CEO		0	0	•	•	0	0	0	0	0	•
Tatsuo Mitsuhata	Director, Corporate Officer		•	0					0	•		
Satoru Moriya	Director, Corporate Officer		•	•	0	•				•		
Ken Morita	Director		0									
Atsushi Takeda	Director		0									•
Michio Yoneda	Director		0									
Yukiko Araki	Director										0	





Outside Director Yukiko Araki (Date of birth: December 13, 1960) Number of shares of the Company held 0

Career summary, positions, assignment and significant concurrent positions						
Apr. 1983	Joined Japan's Ministry of International Trade and Industry (currently, Ministry of Economy, Trade and Industry)					
Jul. 2006	Director, Tourism Economy and International Affairs Division, Policy Bureau of Japan's Ministry of Land, Infrastructure and Transport (currently, Ministry of Land, Infrastructure, Transport and Tourism)					
Jul. 2008	Deputy Governor, Yamagata Prefecture					
Dec. 2012	Joined Hitachi, Ltd.; General Manager, CSR Division, Legal and Communications Group; Member, Environmental Strategy Office					
Apr. 2018	Corporate Officer; Executive General Manager, Sustainability Promotion Division, Government & External Relations Group, Hitachi, Ltd.					
Dec. 2020	Outside Director, Fuji Pharma Co., Ltd. (current position)					
Mar. 2021	Outside Director, Nakanishi Inc. (current position)					
Mar. 2023	Outside Director, Toyo Tire Corporation (current position)					
Jun. 2023	Outside Director, Hirose Electric Co., Ltd. (current position)					
Significant concurrent positions	Outside Director, Fuji Pharma Co., Ltd.; Outside Director, Nakanishi Inc.; Outside Director, Hirose Electric Co., Ltd.					

# **Corporate Officers**

President & CEO	Takashi Shimizu*	Corporate Officer	Hiroshi Nobuzawa
Senior Corporate Officer	Tomoshige Mizutani	Corporate Officer	Yoji Imura
Senior Corporate Officer	Masayuki Kanai	Corporate Officer	Tetsuo Shimomura
Senior Corporate Officer	lori Suzuki	Corporate Officer	Kenta Kuribayashi
Corporate Officer	Tatsuo Mitsuhata*	Corporate Officer	Tamotsu Mizutani
Corporate Officer	Satoru Moriya*	Corporate Officer	Ichiro Shima
Corporate Officer	Yuji Miyazaki	Corporate Officer	Junichi Uda
Corporate Officer	Kiyohito Hasumi	Indicates post held concurrently with th of director	
Corporate Officer	Hideaki Takahashi		

# Major akill / Other akill