

## Summary Translation

This is a summary translation of the original notice in Japanese. The Japanese original notice is official and this summary is for your reference and convenience only. Toshiba Tec does not guarantee the accuracy of this summary.

Securities Code (in Japan): 6588

June 3, 2025

Date of commencement of electronic provision measures: May 27, 2025

### **Hironobu NISHIKORI**

Representative Director

President and Chief Executive Officer

**TOSHIBA TEC CORPORATION**

1-11-1, Osaki, Shinagawa-ku,

Tokyo, Japan

## **Convocation Notice of the Ordinary General Meeting of Shareholders for the 100th Fiscal Year**

### **Dear Shareholders:**

Notice is hereby given that the Ordinary General Meeting of Shareholders of Toshiba Tec Corporation (the “Company”) for the 100th fiscal year will be held as described below.

In convening this meeting, the Company has taken electronic provision measures for information contained in the Reference Materials for the Ordinary General Meeting of Shareholders, etc. (the “matters subject to electronic provision measures”), and has posted this information entitled “Convocation Notice of the Ordinary General Meeting of Shareholders for the 100th Fiscal Year” on its website on the Internet. Please access the website to review the information.

The Company website: <https://www.toshibatec.com/release/>

In addition to the website above, the Company has also posted the matters subject to electronic provision measures on the website of Tokyo Stock Exchange (TSE). If you are not able to access the matters subject to electronic provision measures on the Company website, please access the following TSE website (Listed Company Search). On this website, please input the issue name (company name) or securities code and click on “Search” to find search results. Then, click on “Basic information” and the “Documents for public inspection/PR information” tab to find “[Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting]” in the “Filed information available for public inspection” section.

TSE website (Listed Company Search):

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

If you are not attending the meeting, you can exercise your voting rights either in writing or via the Internet. After reviewing the Reference Materials for the Ordinary General Meeting of Shareholders annexed hereto, please exercise your voting rights **by 5:00 p.m., Friday, June 20, 2025 (Japan Standard Time)**.

• **Regarding Internet live streaming service**

The Meeting will be live streamed via the Internet. Please review “Notice of Internet Live Streaming Service” on page 4 for viewing directions, etc.

- 1. Date and Time:** Monday, June 23, 2025 at 10:00 a.m. (Japan Standard Time)  
(Reception starts at 9:00 a.m.)
  - 2. Place:** The Company's Osaki Office  
Oval Court Osaki Mark East, 2-17-2, Higashi Gotanda, Shinagawa-ku, Tokyo, Japan
  - 3. Agenda for the Meeting:**
    - Subject for Report:** Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements for the 100th Fiscal Year (from April 1, 2024 to March 31, 2025), and Audit Reports for the Consolidated Financial Statements of the Certified Public Accountant and the Audit & Supervisory Board
    - Subject for Resolutions:**
      - First Proposal:** Election of nine (9) Directors
      - Second Proposal:** Election of one (1) Audit & Supervisory Board Member
      - Third Proposal:** Election of one (1) Substitute Outside Audit & Supervisory Board Member
- ▶ Among the matters subject to electronic provision measures, the “Notes to Consolidated Financial Statements” of the Consolidated Financial Statements and “Notes to Non-Consolidated Financial Statements” of the Non-Consolidated Financial Statements will not be included in the paper copy to be sent to shareholders who have requested it, in accordance with laws and regulations and the Articles of Incorporation. In addition, Audit & Supervisory Board Members and the Certified Public Accountant audit the documents subject to audit including the above mentioned matters.
  - ▶ The Company will send to shareholders who have not requested the paper copy the copies of the Reference Materials for the Ordinary General Meeting of Shareholders, parts of Business Report, Consolidated Financial Statements, and the audit reports, along with the Convocation Notice. Please note that the numbering and reference page numbers specified in the copies are the same as those specified in the matters subject to electronic provision measures.
  - ▶ If any revisions to the matters subject to electronic provision measures arise, a notice to that effect and the matters before and after the revision will be posted on the Company website and the TSE website specified on page 1.

**Payment of the Year-End Dividend for the 100th Fiscal Year**

Pursuant to a resolution of the Board of Directors meeting held May 12, 2025, the Company has decided to pay a year-end dividend of 25 yen per share (tax included) for the 100th fiscal year, commencing on June 4, 2025.

Therefore, we ask that eligible shareholders take the enclosed year-end dividend receipt to the nearest JAPAN POST BANK Co., Ltd. or post office during the payment period (June 4, 2025 through July 31, 2025) to claim the above year-end dividends.

As for shareholders who have designated a method for transfer of dividends, payment procedures have been conducted separately.

## ▶ For shareholders attending this General Meeting of Shareholders



Please submit the enclosed Voting Rights Exercise Form to the reception desk. (Your seal is not required to be affixed to the form.)

In addition, please bring this Convocation Notice as reference material.

## ▶ For shareholders exercising voting rights in writing or via the Internet

Voting deadline	5:00 p.m., Friday, June 20, 2025 (Japan Standard Time)
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### ▶ Exercising voting rights in writing



Please exercise your voting rights by sending back the enclosed Voting Rights Exercise Form indicating your approval or disapproval of the proposals such that it arrives at the Company by the above voting deadline.

If neither approval nor disapproval of the proposals is indicated, it shall be deemed a vote of approval.

### ▶ Exercising voting rights via the Internet



Please exercise your voting rights via the Internet (by computer or smartphone) to indicate your approval or disapproval of the proposals by the above voting deadline.

If you exercise your voting rights both by mail and through the Internet, whichever exercise of voting rights reaches the Company last will be treated as effective; if both reach the Company on the same day, the exercise of the voting rights through the Internet will be treated as effective. If you exercise voting rights several times through the Internet, or exercise voting rights through both the computer and smartphone, the most recent exercise of voting rights will be treated as effective.


## For institutional investors

The “Electronic Voting Platform” (also known as the “TSE Platform”) is available for institutional investors who have applied in advance to use the platform in place of the above Internet-based exercising of voting rights.

## ▶ Notice of Internet Live Streaming Service

The video and audio of this General Meeting of Shareholders will be live streamed over the Internet, limited only to our shareholders. We encourage you to take advantage of this service, as it allows viewing the meeting from home without prior registration.

Note that you will not be able to participate in the resolutions of the meeting on the day through the live streaming service. Please exercise your voting rights in advance and watch the live streaming.

Date and time	10:00 a.m., Monday, June 23, 2025 (Japan Standard Time) (The live streaming website can be accessed around 9:30 a.m., 30 minutes before the starting time.)
How to view	<p>(1) The live streaming page may be accessed from the Company website. Enter the below URL or scan the QR code on your computer or smartphone and access the page about information regarding shareholders' meetings on the Company website.</p> <p>URL: <a href="https://www.toshibatec.co.jp/company/ir/stock/meeting.html">https://www.toshibatec.co.jp/company/ir/stock/meeting.html</a></p>  <p>(2) After accessing the live streaming site, enter the following password when the screen to enter such information appears.</p> <p>(3) Follow the on-screen guidance and you will be able to view live stream.</p>
Precautions when viewing	<ul style="list-style-type: none"> <li>• Viewing of the live stream is limited only to shareholders.</li> <li>• Please refrain from filming, recording, archiving the live stream, or making any of the above public such as posting on social media.</li> <li>• Please note that there may be viewing problems such as video and audio disruptions or interruptions in the live stream due to system failures, Internet communication settings and other factors. We appreciate your understanding.</li> <li>• Depending on your device or Internet settings, you may not be able to watch the live streaming service.</li> <li>• Shareholders are asked to bear the connection fees, etc. that may incur for viewing the Internet live stream.</li> <li>• Please note that there is a possibility that we may not be able to conduct the live streaming service due to unavoidable circumstances. In such case, we will notify our shareholders on the Company website (<a href="https://www.toshibatec.co.jp/">https://www.toshibatec.co.jp/</a>).</li> </ul>
For shareholders attending the meeting in person	<ul style="list-style-type: none"> <li>• We plan on only filming the area around the officers' seats and on-screen images in consideration of the privacy of our shareholders. However, shareholders may be filmed unavoidably. We appreciate your understanding.</li> </ul>

\* "QR code" is a registered trademark of DENSO WAVE INCORPORATED.

## Reference Materials for the Ordinary General Meeting of Shareholders

### First Proposal: Election of nine (9) Directors

The terms of office of the current eleven (11) Directors will expire at the conclusion of this Ordinary General Meeting of Shareholders. Therefore, the Company proposes to elect the following nine (9) Directors, decreasing the number of inside Directors by two (2) in order to strengthen the supervisory function of the Board of Directors and make decisions more flexibly.

The candidates for Directors are as follows.


No.	Name	Positions and responsibilities at the Company			Years in office as Director (at the conclusion of this General Meeting of Shareholders)	Attendance record at Board of Directors Meetings (FY2024)
1	Hironobu NISHIKORI	Reappointment		Representative Director, President and Chief Executive Officer, Member, Nomination Committee, and Member, Compensation Committee	5 years	100% (16/16)
2	Yasuki OHNISHI	Reappointment		Director, Senior Vice President, and Managing Director, Retail Solutions Business Group	2 years	94% (15/16)
3	Masashi YUZAWA	Reappointment		Director, Senior Vice President, Assistant to the President, Responsible for New Business, Responsible for Corporate Overseas Business, and Responsible for Global Management Innovation	2 years	88% (14/16)
4	Naofumi TANI	Reappointment		Director, Senior Vice President, Chief Finance Officer (CFO), Responsible for Internal Control Promotion, and General Manager, Corporate Finance & Accounting Division	2 years	100% (16/16)
5	Takamasa MIHARA	Reappointment		Director	4 years	88% (14/16)
6	Michio KUWAHARA	Reappointment	Candidate for Outside Director	Independent Director Outside Director Chairperson, Special Committee and Chairperson, Nomination Committee	9 years	100% (16/16)
7	Miho AOKI	Reappointment	Candidate for Outside Director	Independent Director Outside Director Chairperson, Compensation Committee and Member, Special Committee	5 years	100% (16/16)
8	Yoshihiro UMEHA	Reappointment	Candidate for Outside Director	Independent Director Outside Director Member, Special Committee, Member, Nomination Committee, and Member, Compensation Committee	1 year	100% (13/13)

No.	Name	Positions and responsibilities at the Company			Years in office as Director (at the conclusion of this General Meeting of Shareholders)	Attendance record at Board of Directors Meetings (FY2024)
9	Mitsuhiro NAGAHAMA	Reappointment	Candidate for Outside Director	Independent Director	Outside Director Member, Special Committee, Member, Nomination Committee, and Member, Compensation Committee	1 year  92% (12/13)

Candidate No.1	<div> <div>Reappointment</div> <div>Hironobu NISHIKORI</div> <div>Date of birth August 2, 1956</div> </div>																										
 <p>Years in office as Director <b>5 years</b> (at the conclusion of this General Meeting of Shareholders)</p> <p>Attendance Record at the Board of Directors meetings (FY2024) <b>100% (16/16 meetings)</b></p> <p>Number of Company's shares owned by the candidate <b>17,361 shares</b></p>	<p><b>Career Highlights, Positions, Responsibilities and Significant Concurrent Positions</b></p> <table> <tr> <td>April 1980</td><td>Joined Fujitsu Limited</td></tr> <tr> <td>December 2006</td><td>Corporate Vice President, President, Storage Products Business Unit of Fujitsu Limited</td></tr> <tr> <td>October 2009</td><td>Joined Toshiba Corporation, Assistant to President and Chief Executive Officer, Digital Media Network Company (in-house company) of Toshiba Corporation</td></tr> <tr> <td>April 2010</td><td>General Manager, HDD Business Division, Storage Products Company (in-house company) of Toshiba Corporation</td></tr> <tr> <td>June 2010</td><td>Executive Officer, Corporate Vice President of Toshiba Corporation</td></tr> <tr> <td>June 2012</td><td>Executive Officer, Corporate Senior Vice President of Toshiba Corporation</td></tr> <tr> <td>October 2013</td><td>President and Chief Executive Officer, Cloud &amp; Solutions Company (in-house company) of Toshiba Corporation</td></tr> <tr> <td>April 2015</td><td>President and Chief Executive Officer, Industrial ICT Solutions Company (in-house company) of Toshiba Corporation</td></tr> <tr> <td>June 2017</td><td>Executive Officer, Corporate Executive Vice President of Toshiba Corporation</td></tr> <tr> <td>July 2017</td><td>Responsible for Digital Solutions Business of Toshiba Corporation, Director and President and CEO of Toshiba Digital Solutions Corporation</td></tr> <tr> <td>April 2020</td><td>Senior Executive Vice President, Assistant to the President of the Company</td></tr> <tr> <td>June 2020</td><td>Representative Director, President and Chief Executive Officer of the Company (To date)</td></tr> <tr> <td>December 2021</td><td>Member, Nomination Committee, Member, Compensation Committee of the Company (To date)</td></tr> </table> <p><b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. Hironobu NISHIKORI has served as the officer and the head of Digital-related division at Toshiba Corporation and its group companies. He currently exercises strong leadership as Representative Director, President and Chief Executive Officer of the Company, leading various measures based on the Mid-term Business Plan. As such, he possesses extensive experience and high-level insight, etc. as a manager, including international business experience.</p> <p>He was nominated as a candidate for Director based on the expectation that he is capable of making strategic decisions aimed at enhancing the Company's corporate value and appropriately supervising the execution of business operations by utilizing his experience, and insight, etc.</p>	April 1980	Joined Fujitsu Limited	December 2006	Corporate Vice President, President, Storage Products Business Unit of Fujitsu Limited	October 2009	Joined Toshiba Corporation, Assistant to President and Chief Executive Officer, Digital Media Network Company (in-house company) of Toshiba Corporation	April 2010	General Manager, HDD Business Division, Storage Products Company (in-house company) of Toshiba Corporation	June 2010	Executive Officer, Corporate Vice President of Toshiba Corporation	June 2012	Executive Officer, Corporate Senior Vice President of Toshiba Corporation	October 2013	President and Chief Executive Officer, Cloud & Solutions Company (in-house company) of Toshiba Corporation	April 2015	President and Chief Executive Officer, Industrial ICT Solutions Company (in-house company) of Toshiba Corporation	June 2017	Executive Officer, Corporate Executive Vice President of Toshiba Corporation	July 2017	Responsible for Digital Solutions Business of Toshiba Corporation, Director and President and CEO of Toshiba Digital Solutions Corporation	April 2020	Senior Executive Vice President, Assistant to the President of the Company	June 2020	Representative Director, President and Chief Executive Officer of the Company (To date)	December 2021	Member, Nomination Committee, Member, Compensation Committee of the Company (To date)
April 1980	Joined Fujitsu Limited																										
December 2006	Corporate Vice President, President, Storage Products Business Unit of Fujitsu Limited																										
October 2009	Joined Toshiba Corporation, Assistant to President and Chief Executive Officer, Digital Media Network Company (in-house company) of Toshiba Corporation																										
April 2010	General Manager, HDD Business Division, Storage Products Company (in-house company) of Toshiba Corporation																										
June 2010	Executive Officer, Corporate Vice President of Toshiba Corporation																										
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June 2017	Executive Officer, Corporate Executive Vice President of Toshiba Corporation																										
July 2017	Responsible for Digital Solutions Business of Toshiba Corporation, Director and President and CEO of Toshiba Digital Solutions Corporation																										
April 2020	Senior Executive Vice President, Assistant to the President of the Company																										
June 2020	Representative Director, President and Chief Executive Officer of the Company (To date)																										
December 2021	Member, Nomination Committee, Member, Compensation Committee of the Company (To date)																										

Candidate No.2	<div> <div>Reappointment</div> <div>Yasuki OHNISHI</div> <div>Date of birth April 25, 1964</div> </div>
<div>  <p>Years in office as Director <b>2 years</b> (at the conclusion of this General Meeting of Shareholders)</p> <p>Attendance Record at the Board of Directors meetings (FY2024) <b>94% (15/16 meetings)</b></p> <p>Number of Company's shares owned by the candidate <b>6,828 shares</b> (Note 7)</p> </div>	<div> <div><b>Career Highlights, Positions, Responsibilities and Significant Concurrent Positions</b></div> <div> <div>April 1987</div> <div>Joined the Company</div> </div> <div> <div>October 2012</div> <div>General Manager, Tokyo Specialty Sales Office, Tokyo Main Branch of System Solutions Business Group of the Company</div> </div> <div> <div>April 2016</div> <div>Deputy General Manager, Tokyo Main Branch, Retail Solutions Business Group of the Company</div> </div> <div> <div>April 2018</div> <div>General Manager, Kansai Main Branch, Retail Solutions Business Group of the Company</div> </div> <div> <div>June 2019</div> <div>Vice President of the Company</div> </div> <div> <div>April 2020</div> <div>General Manager, Products Marketing Division, Retail Solutions Business Group of the Company</div> </div> <div> <div>April 2021</div> <div>Deputy Managing Director, Retail Solutions Business Group of the Company</div> </div> <div> <div>April 2022</div> <div>Senior Vice President, Managing Director, Retail Solutions Business Group of the Company (To date)</div> </div> <div> <div>June 2023</div> <div>Director of the Company (To date)</div> </div> <div> <div><b>Reasons for nomination as a candidate for Director</b></div> <div> <p>Mr. Yasuki OHNISHI has served as the head of the Retail Solutions-related division of the Company. He currently serves as Director and Senior Vice President, and Managing Director of Retail Solutions Business Group of the Company. As such, he possesses extensive experience and high-level insight as a manager.</p> <p>He was nominated as a candidate for Director based on the expectation that he is capable of making strategic decisions aimed at enhancing the Company's corporate value and appropriately supervising the execution of business operations by utilizing his experience, and insight, etc.</p> </div> </div> </div>




Candidate No.3	<div> <div>Reappointment</div> <div>Masashi YUZAWA</div> <div>Date of birth October 3, 1960</div> </div>
<div>  <p>Years in office as Director <b>2 years</b> (at the conclusion of this General Meeting of Shareholders)</p> <p>Attendance Record at the Board of Directors meetings (FY2024) <b>88% (14/16 meetings)</b></p> <p>Number of Company's shares owned by the candidate <b>4,988 shares</b></p> </div>	<p><b>Career Highlights, Positions, Responsibilities and Significant Concurrent Positions</b></p> <p>April 1983      Joined Fujitsu Limited</p> <p>December 2006      General Project Manager, Storage Products Business Unit of Fujitsu Limited</p> <p>October 2009      Joined Toshiba Storage Device Corporation</p> <p>April 2011      Joined Toshiba Corporation General Manager, Enterprise Storage Systems Sales Promotion Department, HDD Business Division of Toshiba Corporation</p> <p>July 2017      Joined Toshiba Digital Solutions Corporation General Manager, Corporate Planning Department of Toshiba Digital Solutions Corporation</p> <p>January 2020      Director, General Manager, Corporate Planning Department of Toshiba Digital Solutions Corporation</p> <p>July 2020      Joined the Company Director, Assistant to Representative Director, President and Chief Executive Officer of the Company</p> <p>April 2021      Senior Vice President, Assistant to the President, Responsible for Corporate Overseas Business of the Company (To date)</p> <p>April 2021      Deputy Managing Director, Retail Solutions Business Group (Responsible for Overseas Business) of the Company</p> <p>June 2023      Director of the Company (To date)</p> <p>October 2023      Responsible for Global Management Innovation of the Company (To date)</p> <p>April 2024      Responsible for New Business of the Company (To date)</p> <p><b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. Masashi YUZAWA has served as the head of Toshiba Corporation's Digital-related division, the Director of its group company, and the General Manager of its Corporate Planning Department. He currently serves as Director, Senior Vice President and responsible for Corporate Overseas Business in charge of global management innovation and new business of the Company. As such, he possesses extensive experience and high-level insight as a manager, including international business experience.</p> <p>He was nominated as a candidate for Director based on the expectation that he is capable of making strategic decisions aimed at enhancing the Company's corporate value and appropriately supervising the execution of business operations by utilizing his experience, and insight, etc.</p>

Candidate No.4	<div> <div>Reappointment</div> <div>Naofumi TANI</div> </div> <div>Date of birth August 19, 1964</div>														
 <p>Years in office as Director <b>2 years</b> (at the conclusion of this General Meeting of Shareholders)</p> <p>Attendance Record at the Board of Directors meetings (FY2024) <b>100% (16/16 meetings)</b></p> <p>Number of Company's shares owned by the candidate <b>2,289 shares</b></p>	<p><b>Career Highlights, Positions, Responsibilities and Significant Concurrent Positions</b></p> <table border="0"> <tr> <td>April 1987</td><td>Joined Toshiba Corporation</td></tr> <tr> <td>April 2015</td><td>Chief Financial Officer, Social Infrastructure Systems Company of Toshiba Corporation</td></tr> <tr> <td>July 2017</td><td>Director of Toshiba Infrastructure Systems &amp; Solutions Corporation</td></tr> <tr> <td>June 2019</td><td>General Manager, Financial &amp; Cash Management Division of Toshiba Corporation</td></tr> <tr> <td>June 2021</td><td>Executive Officer, Corporate Vice President, Vice President of Strategy Committee Room of Toshiba Corporation</td></tr> <tr> <td>June 2022</td><td>Senior Vice President and Director, Assistant to President and Chief Executive Officer, Representative Director; General Manager, Finance &amp; Accounting Division; General Manager, IFRS &amp; Internal Control Promotion Division of Toshiba Plant Systems &amp; Services Corporation</td></tr> <tr> <td>June 2023</td><td>Director, Senior Vice President, Chief Finance Officer (CFO), Responsible for Internal Control Promotion, and General Manager of Corporate Finance &amp; Accounting Division of the Company (To date)</td></tr> </table> <p><b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. Naofumi TANI has served as the officer and the head of finance and accounting divisions of Toshiba Corporation and its group companies. He currently serves as Director, Senior Vice President, Chief Finance Officer of the Company in charge of finance &amp; accounting and promotion of internal control systems. As such, he possesses extensive experience and high-level insight as a manager, including international business experience.</p> <p>He was nominated as a candidate for Director based on the expectation that he is capable of making strategic decisions aimed at enhancing the Company's corporate value and appropriately supervising the execution of business operations by utilizing his experience, and insight, etc.</p>	April 1987	Joined Toshiba Corporation	April 2015	Chief Financial Officer, Social Infrastructure Systems Company of Toshiba Corporation	July 2017	Director of Toshiba Infrastructure Systems & Solutions Corporation	June 2019	General Manager, Financial & Cash Management Division of Toshiba Corporation	June 2021	Executive Officer, Corporate Vice President, Vice President of Strategy Committee Room of Toshiba Corporation	June 2022	Senior Vice President and Director, Assistant to President and Chief Executive Officer, Representative Director; General Manager, Finance & Accounting Division; General Manager, IFRS & Internal Control Promotion Division of Toshiba Plant Systems & Services Corporation	June 2023	Director, Senior Vice President, Chief Finance Officer (CFO), Responsible for Internal Control Promotion, and General Manager of Corporate Finance & Accounting Division of the Company (To date)
April 1987	Joined Toshiba Corporation														
April 2015	Chief Financial Officer, Social Infrastructure Systems Company of Toshiba Corporation														
July 2017	Director of Toshiba Infrastructure Systems & Solutions Corporation														
June 2019	General Manager, Financial & Cash Management Division of Toshiba Corporation														
June 2021	Executive Officer, Corporate Vice President, Vice President of Strategy Committee Room of Toshiba Corporation														
June 2022	Senior Vice President and Director, Assistant to President and Chief Executive Officer, Representative Director; General Manager, Finance & Accounting Division; General Manager, IFRS & Internal Control Promotion Division of Toshiba Plant Systems & Services Corporation														
June 2023	Director, Senior Vice President, Chief Finance Officer (CFO), Responsible for Internal Control Promotion, and General Manager of Corporate Finance & Accounting Division of the Company (To date)														


Candidate No.5	<div> <div>Reappointment</div> <div>Takamasa MIHARA</div> <div>Date of birth August 14, 1967</div> </div>
<div>  <p>Years in office as Director <b>4 years</b> (at the conclusion of this General Meeting of Shareholders)</p> <p>Attendance Record at the Board of Directors meetings (FY2024) <b>88% (14/16 meetings)</b></p> <p>Number of Company's shares owned by the candidate – shares</p> </div>	<p><b>Career Highlights, Positions, Responsibilities and Significant Concurrent Positions</b></p> <p>April 1991      Joined Toshiba Corporation</p> <p>September 2007      Administrative Manager of Toshiba Asia Pacific Pte. Ltd. (Singapore)</p> <p>June 2010      Group Manager, Employee Relations &amp; Work Force Planning Group, Human Resources and Administration Division of Toshiba Corporation</p> <p>July 2016      Group Manager, Human Resources Management Group, Human Resources and Administration Division of Toshiba Corporation</p> <p>April 2020      General Manager, Human Resources Management Department 1, Human Resources and Administration Division of Toshiba Corporation</p> <p>August 2020      General Manager, Governance Organization Project Team, Human Resources and Administration Division of Toshiba Corporation</p> <p>April 2021      Executive Officer, Corporate Vice President, Vice President, Human Resources and Administration Division of Toshiba Corporation</p> <p>April 2021      General Executive, Human Resources and Administration Division of Toshiba Corporation (To date)</p> <p>June 2021      General Executive, Sustainability Promotion Division of Toshiba Corporation</p> <p>June 2021      Director of the Company (To date)</p> <p>March 2022      General Executive, Corporate Communications Division of Toshiba Corporation</p> <p>June 2022      Executive Officer, Corporate Senior Vice President of Toshiba Corporation</p> <p>December 2023      Corporate Officer, Corporate Senior Vice President of Toshiba Corporation (To date)</p> <p>December 2023      General Executive, Internal Audit Division of Toshiba Corporation</p> <p>June 2024      General Executive, Legal &amp; Compliance Division of Toshiba Corporation (To date)</p> <p><b>Reasons for nomination as a candidate for Director</b></p> <p>Mr. Takamasa MIHARA has served as the Executive Officer and the head of human resources and general affairs related divisions of Toshiba Corporation. He currently serves as Corporate Officer, Corporate Senior Vice President of Toshiba Corporation, responsible for human resources and general affairs and legal &amp; compliance, while also serving as Director of the Company. As such, he possesses extensive experience and high-level insight as a manager, including international business experience.</p> <p>He was nominated as a candidate for Director based on the expectation that he is capable of making strategic decisions aimed at enhancing the Company's corporate value and appropriately supervising the execution of business operations by utilizing his experience, and insight, etc.</p>

Candidate No.6	<div>Reappointment</div> <div>Candidate for Outside Director</div> <div>Independent Director</div> <div>Michio KUWAHARA</div> <div>Date of birth October 24, 1948</div>																								
 <p>Years in office as Director <b>9 years</b> (at the conclusion of this General Meeting of Shareholders)</p> <p>Attendance Record at the Board of Directors meetings (FY2024) <b>100% (16/16 meetings)</b></p> <p>Number of Company's shares owned by the candidate <b>– shares</b></p>	<p><b>Career Highlights, Positions, Responsibilities and Significant Concurrent Positions</b></p> <table border="0"> <tr><td>April 1972</td><td>Joined Marubeni Corporation</td></tr> <tr><td>April 2002</td><td>Corporate Vice President of Marubeni Corporation</td></tr> <tr><td>April 2004</td><td>Corporate Senior Vice President of Marubeni Corporation</td></tr> <tr><td>April 2006</td><td>Corporate Executive Vice President of Marubeni Corporation</td></tr> <tr><td>April 2008</td><td>Senior Executive Vice President of Marubeni Corporation</td></tr> <tr><td>June 2008</td><td>Representative Director, Senior Executive Vice President of Marubeni Corporation</td></tr> <tr><td>May 2010</td><td>Representative Director, President and Chief Executive Officer of The Daiei, Inc. (Until May 2013)</td></tr> <tr><td>April 2016</td><td>Auditor of Tokyo University of Foreign Studies (Until September 2023)</td></tr> <tr><td>July 2016</td><td>Outside Director of the Company (To date)</td></tr> <tr><td>February 2017</td><td>Chairperson, Nomination &amp; Compensation Advisory Committee of the Company</td></tr> <tr><td>March 2020</td><td>Outside Director of Katakura Industries Co., Ltd. (To date)</td></tr> <tr><td>December 2021</td><td>Chairperson, Special Committee, Chairperson, Nomination Committee of the Company (To date)</td></tr> </table> <p><b>Reasons for nomination as a candidate for Outside Director and outline of expected roles</b></p> <p>Mr. Michio KUWAHARA has served as the Representative Director, Senior Executive Vice President of Marubeni Corporation and the Representative Director, President and Chief Executive Officer of the Daiei, Inc. He currently serves as Chairperson of Special Committee and Nomination Committee of the Company as the Outside Director of the Company, and makes decisions for the Company and supervises the Company's business execution from an independent and objective standpoint. As such, he possesses extensive experience and high-level insight as a manager, including international business experience.</p> <p>He was nominated as a candidate for Outside Director based on the expectation that he is capable of making strategic decisions aimed at enhancing the Company's corporate value and appropriately supervising the execution of business operations from an independent and objective standpoint by utilizing his experience, and insight, etc., and by continuing to serve as the Chairperson of Special Committee and Nomination Committee of the Company.</p> <p>He meets the independence criteria set forth by the Tokyo Stock Exchange and the Company.</p>	April 1972	Joined Marubeni Corporation	April 2002	Corporate Vice President of Marubeni Corporation	April 2004	Corporate Senior Vice President of Marubeni Corporation	April 2006	Corporate Executive Vice President of Marubeni Corporation	April 2008	Senior Executive Vice President of Marubeni Corporation	June 2008	Representative Director, Senior Executive Vice President of Marubeni Corporation	May 2010	Representative Director, President and Chief Executive Officer of The Daiei, Inc. (Until May 2013)	April 2016	Auditor of Tokyo University of Foreign Studies (Until September 2023)	July 2016	Outside Director of the Company (To date)	February 2017	Chairperson, Nomination & Compensation Advisory Committee of the Company	March 2020	Outside Director of Katakura Industries Co., Ltd. (To date)	December 2021	Chairperson, Special Committee, Chairperson, Nomination Committee of the Company (To date)
April 1972	Joined Marubeni Corporation																								
April 2002	Corporate Vice President of Marubeni Corporation																								
April 2004	Corporate Senior Vice President of Marubeni Corporation																								
April 2006	Corporate Executive Vice President of Marubeni Corporation																								
April 2008	Senior Executive Vice President of Marubeni Corporation																								
June 2008	Representative Director, Senior Executive Vice President of Marubeni Corporation																								
May 2010	Representative Director, President and Chief Executive Officer of The Daiei, Inc. (Until May 2013)																								
April 2016	Auditor of Tokyo University of Foreign Studies (Until September 2023)																								
July 2016	Outside Director of the Company (To date)																								
February 2017	Chairperson, Nomination & Compensation Advisory Committee of the Company																								
March 2020	Outside Director of Katakura Industries Co., Ltd. (To date)																								
December 2021	Chairperson, Special Committee, Chairperson, Nomination Committee of the Company (To date)																								

Candidate No.7	<div>Reappointment</div> <div>Candidate for Outside Director</div> <div>Independent Director</div> <div>Miho AOKI</div> <div>Date of birth April 12, 1961</div>																																
 <p>Years in office as Director <b>5 years</b> (at the conclusion of this General Meeting of Shareholders)</p> <p>Attendance Record at the Board of Directors meetings (FY2024) <b>100% (16/16 meetings)</b></p> <p>Number of Company's shares owned by the candidate <b>– shares</b></p>	<p><b>Career Highlights, Positions, Responsibilities and Significant Concurrent Positions</b></p> <table border="0"> <tr> <td>April 1983</td><td>Joined Boston Consulting Group (Until July 1985)</td></tr> <tr> <td>June 1987</td><td>Completed Harvard University Graduate School of Business (MBA)</td></tr> <tr> <td>August 1987</td><td>Associate of Salomon Brothers Inc.</td></tr> <tr> <td>January 1990</td><td>Director of Pfizer Inc.</td></tr> <tr> <td>September 1995</td><td>General Manager of Estee Lauder Group of Companies Japan</td></tr> <tr> <td>June 2001</td><td>Vice President of Deloitte Tohmatsu Consulting Co., Ltd. (currently, ABeam Consulting Ltd.)</td></tr> <tr> <td>July 2005</td><td>Representative Director of Esquel Japan Limited</td></tr> <tr> <td>March 2008</td><td>Executive Vice President of Amway Japan LLC. (Until July 2010)</td></tr> <tr> <td>April 2017</td><td>Part-time Lecturer, Department of Food Safety and Management of Showa Women's University</td></tr> <tr> <td>April 2019</td><td>Specially Appointed Associate Professor, Department of Food Safety and Management of Showa Women's University</td></tr> <tr> <td>April 2020</td><td>Associate Professor, Department of Food Safety and Management of Showa Women's University (Until March 2025)</td></tr> <tr> <td>June 2020</td><td>Outside Director (Audit and Supervisory Committee Member) of Hitachi Transport System, Ltd. (currently, LOGISTEED, Ltd.) (To date)</td></tr> <tr> <td>June 2020</td><td>Outside Director of the Company (To date)</td></tr> <tr> <td>December 2021</td><td>Member, Special Committee of the Company (To date)</td></tr> <tr> <td>December 2021</td><td>Member, Nomination Committee, Member, Compensation Committee of the Company</td></tr> <tr> <td>June 2024</td><td>Chairperson, Compensation Committee of the Company (To date)</td></tr> </table> <p><b>Reasons for nomination as a candidate for Outside Director and outline of expected roles</b></p> <p>Ms. Miho AOKI has served as the Director of Pfizer Inc., the Vice President of Deloitte Tohmatsu Consulting Co., Ltd. (currently, ABeam Consulting Ltd.), and the Representative Director of Esquel Japan Limited. She currently serves as the Chairperson of Compensation Committee and the Member of Special Committee of the Company as the Outside Director of the Company, and makes decisions for the Company and supervises the Company's business execution from an independent and objective standpoint. She possesses extensive experience and high-level insight as a manager, including international business experience. Additionally, she has experience as the Associate Professor of Department of Food Safety and Management of Showa Women's University.</p> <p>She was nominated as a candidate for Outside Director based on the expectation that she is capable of making strategic decisions aimed at enhancing the Company's corporate value and appropriately supervising the execution of business operations from an independent and objective standpoint by utilizing her experience, and insight, etc., and by continuing to serve as the Chairperson of Compensation Committee and the Member of Special Committee of the Company.</p> <p>She meets the independence criteria set forth by the Tokyo Stock Exchange and the Company.</p>	April 1983	Joined Boston Consulting Group (Until July 1985)	June 1987	Completed Harvard University Graduate School of Business (MBA)	August 1987	Associate of Salomon Brothers Inc.	January 1990	Director of Pfizer Inc.	September 1995	General Manager of Estee Lauder Group of Companies Japan	June 2001	Vice President of Deloitte Tohmatsu Consulting Co., Ltd. (currently, ABeam Consulting Ltd.)	July 2005	Representative Director of Esquel Japan Limited	March 2008	Executive Vice President of Amway Japan LLC. (Until July 2010)	April 2017	Part-time Lecturer, Department of Food Safety and Management of Showa Women's University	April 2019	Specially Appointed Associate Professor, Department of Food Safety and Management of Showa Women's University	April 2020	Associate Professor, Department of Food Safety and Management of Showa Women's University (Until March 2025)	June 2020	Outside Director (Audit and Supervisory Committee Member) of Hitachi Transport System, Ltd. (currently, LOGISTEED, Ltd.) (To date)	June 2020	Outside Director of the Company (To date)	December 2021	Member, Special Committee of the Company (To date)	December 2021	Member, Nomination Committee, Member, Compensation Committee of the Company	June 2024	Chairperson, Compensation Committee of the Company (To date)
April 1983	Joined Boston Consulting Group (Until July 1985)																																
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April 2020	Associate Professor, Department of Food Safety and Management of Showa Women's University (Until March 2025)																																
June 2020	Outside Director (Audit and Supervisory Committee Member) of Hitachi Transport System, Ltd. (currently, LOGISTEED, Ltd.) (To date)																																
June 2020	Outside Director of the Company (To date)																																
December 2021	Member, Special Committee of the Company (To date)																																
December 2021	Member, Nomination Committee, Member, Compensation Committee of the Company																																
June 2024	Chairperson, Compensation Committee of the Company (To date)																																

Candidate No.8	<div>Reappointment</div> <div>Candidate for Outside Director</div> <div>Independent Director</div> <div>Yoshihiro UMEHA</div> <div>Date of birth March 15, 1955</div>																		
 <p>Years in office as Director <b>1 year</b> (at the conclusion of this General Meeting of Shareholders)</p> <p>Attendance Record at the Board of Directors meetings (FY2024) <b>100% (13/13 meetings)</b></p> <p>Number of Company's shares owned by the candidate – <b>shares</b></p>	<p><b>Career Highlights, Positions, Responsibilities and Significant Concurrent Positions</b></p> <table border="0"> <tr> <td>April 1977</td><td>Joined Mitsubishi Chemical Industries Limited (currently, Mitsubishi Chemical Corporation)</td></tr> <tr> <td>May 2005</td><td>General Manager, Carbon Chemicals Management Division of Mitsubishi Chemical Corporation</td></tr> <tr> <td>June 2008</td><td>Executive Officer of Mitsubishi Chemical Corporation</td></tr> <tr> <td>April 2012</td><td>Director, Managing Executive Officer of Mitsubishi Chemical Corporation</td></tr> <tr> <td>June 2015</td><td>Director, Member of the Audit Committee of Mitsubishi Chemical Holdings Corporation (currently, Mitsubishi Chemical Group Corporation)</td></tr> <tr> <td>June 2016</td><td>Director, Chairperson of the Audit Committee of Mitsubishi Chemical Holdings Corporation (Until June 2019)</td></tr> <tr> <td>April 2020</td><td>Visiting Professor, Graduate School of Economics of Senshu University (Until March 2025)</td></tr> <tr> <td>June 2020</td><td>Outside Audit &amp; Supervisory Board Member of the Company</td></tr> <tr> <td>June 2024</td><td>Outside Director, Member, Special Committee, Member, Nomination Committee, Member, Compensation Committee of the Company (To date)</td></tr> </table> <p><b>Reasons for nomination as a candidate for Outside Director and outline of expected roles</b></p> <p>Mr. Yoshihiro UMEHA has served as the Director, Managing Executive Officer of Mitsubishi Chemical Corporation, Director, Chairperson of the Audit Committee of Mitsubishi Chemical Holdings Corporation (currently, Mitsubishi Chemical Group Corporation), and Outside Audit &amp; Supervisory Board Member of the Company. He currently serves as the Member of Special Committee, Nomination Committee, and Compensation Committee of the Company as the Outside Director of the Company, and makes decisions for the Company and supervises the Company's business execution from an independent and objective standpoint. He possesses extensive experience and high-level insight as a manager, including international business experience. Additionally, he has experience as the Visiting Professor of Graduate School of Economics, Senshu University.</p> <p>He was nominated as a candidate for Outside Director based on the expectation that he is capable of making strategic decisions aimed at enhancing the Company's corporate value and appropriately supervising the execution of business operations from an independent and objective standpoint by utilizing his experience, and insight, etc., and by continuing to serve as the Member of Special Committee, Nomination Committee, and Compensation Committee of the Company.</p> <p>He meets the independence criteria set forth by the Tokyo Stock Exchange and the Company.</p>	April 1977	Joined Mitsubishi Chemical Industries Limited (currently, Mitsubishi Chemical Corporation)	May 2005	General Manager, Carbon Chemicals Management Division of Mitsubishi Chemical Corporation	June 2008	Executive Officer of Mitsubishi Chemical Corporation	April 2012	Director, Managing Executive Officer of Mitsubishi Chemical Corporation	June 2015	Director, Member of the Audit Committee of Mitsubishi Chemical Holdings Corporation (currently, Mitsubishi Chemical Group Corporation)	June 2016	Director, Chairperson of the Audit Committee of Mitsubishi Chemical Holdings Corporation (Until June 2019)	April 2020	Visiting Professor, Graduate School of Economics of Senshu University (Until March 2025)	June 2020	Outside Audit & Supervisory Board Member of the Company	June 2024	Outside Director, Member, Special Committee, Member, Nomination Committee, Member, Compensation Committee of the Company (To date)
April 1977	Joined Mitsubishi Chemical Industries Limited (currently, Mitsubishi Chemical Corporation)																		
May 2005	General Manager, Carbon Chemicals Management Division of Mitsubishi Chemical Corporation																		
June 2008	Executive Officer of Mitsubishi Chemical Corporation																		
April 2012	Director, Managing Executive Officer of Mitsubishi Chemical Corporation																		
June 2015	Director, Member of the Audit Committee of Mitsubishi Chemical Holdings Corporation (currently, Mitsubishi Chemical Group Corporation)																		
June 2016	Director, Chairperson of the Audit Committee of Mitsubishi Chemical Holdings Corporation (Until June 2019)																		
April 2020	Visiting Professor, Graduate School of Economics of Senshu University (Until March 2025)																		
June 2020	Outside Audit & Supervisory Board Member of the Company																		
June 2024	Outside Director, Member, Special Committee, Member, Nomination Committee, Member, Compensation Committee of the Company (To date)																		



Candidate No.9	<div>Reappointment</div> <div>Candidate for Outside Director</div> <div>Independent Director</div> <div>Mitsuhiro NAGAHAMA</div> <div>Date of birth October 24, 1953</div>																												
 <p>Years in office as Director <b>1 year</b> (at the conclusion of this General Meeting of Shareholders)</p> <p>Attendance Record at the Board of Directors meetings (FY2024) <b>92% (12/13 meetings)</b></p> <p>Number of Company's shares owned by the candidate <b>– shares</b></p>	<p><b>Career Highlights, Positions, Responsibilities and Significant Concurrent Positions</b></p> <table border="0"> <tr><td>April 1976</td><td>Joined The Fuji Bank, Ltd.</td></tr> <tr><td>April 2002</td><td>Head of US Sales Department 2, Mizuho Corporate Bank, Ltd. (currently, Mizuho Bank, Ltd.)</td></tr> <tr><td>March 2003</td><td>Executive Officer of Mizuho Corporate Bank, Ltd.</td></tr> <tr><td>April 2005</td><td>Senior Executive Officer of Mizuho Corporate Bank, Ltd.</td></tr> <tr><td>April 2010</td><td>Deputy President of Mizuho Corporate Bank, Ltd. (Until March 2013)</td></tr> <tr><td>April 2013</td><td>Chairman of the Board of Mizuho Securities Co., Ltd.</td></tr> <tr><td>April 2013</td><td>Chairman of the Board of Mizuho Securities USA Inc.</td></tr> <tr><td>April 2015</td><td>Adviser of Mizuho Securities Co., Ltd. (Until March 2020)</td></tr> <tr><td>June 2015</td><td>Outside Audit &amp; Supervisory Board Member of Azbil Corporation</td></tr> <tr><td>March 2018</td><td>Outside Member of Audit &amp; Supervisory Board of Kuraray Co., Ltd. (To date)</td></tr> <tr><td>March 2019</td><td>External Director of Tokyo Tatemono Co., Ltd. (Until March 2021)</td></tr> <tr><td>June 2019</td><td>Outside Director of Azbil Corporation (To date)</td></tr> <tr><td>June 2020</td><td>Outside Director of NSK Ltd. (Until June 2024)</td></tr> <tr><td>June 2024</td><td>Outside Director, Member, Special Committee, Member, Nomination Committee, Member, Compensation Committee of the Company (To date)</td></tr> </table> <p><b>Reasons for nomination as a candidate for Outside Director and outline of expected roles</b></p> <p>Mr. Mitsuhiro NAGAHAMA has served as Deputy President of Mizuho Corporate Bank, Ltd. (currently, Mizuho Bank, Ltd.), Chairman of the Board of Mizuho Securities Co., Ltd., and Chairman of the Board of Mizuho Securities USA Inc. He currently serves as the Member of Special Committee, Nomination Committee, and Compensation Committee of the Company as the Outside Director of the Company, and makes decisions for the Company and supervises the Company's business execution from an independent and objective standpoint. He possesses extensive experience and high-level insight as a manager, including international business experience.</p> <p>He was nominated as a candidate for Outside Director based on the expectation that he is capable of making strategic decisions aimed at enhancing the Company's corporate value and appropriately supervising the execution of business operations from an independent and objective standpoint by utilizing his experience, and insight, etc., and by continuing to serve as the Member of Special Committee, Nomination Committee, and Compensation Committee of the Company.</p> <p>He meets the independence criteria set forth by the Tokyo Stock Exchange and the Company.</p>	April 1976	Joined The Fuji Bank, Ltd.	April 2002	Head of US Sales Department 2, Mizuho Corporate Bank, Ltd. (currently, Mizuho Bank, Ltd.)	March 2003	Executive Officer of Mizuho Corporate Bank, Ltd.	April 2005	Senior Executive Officer of Mizuho Corporate Bank, Ltd.	April 2010	Deputy President of Mizuho Corporate Bank, Ltd. (Until March 2013)	April 2013	Chairman of the Board of Mizuho Securities Co., Ltd.	April 2013	Chairman of the Board of Mizuho Securities USA Inc.	April 2015	Adviser of Mizuho Securities Co., Ltd. (Until March 2020)	June 2015	Outside Audit & Supervisory Board Member of Azbil Corporation	March 2018	Outside Member of Audit & Supervisory Board of Kuraray Co., Ltd. (To date)	March 2019	External Director of Tokyo Tatemono Co., Ltd. (Until March 2021)	June 2019	Outside Director of Azbil Corporation (To date)	June 2020	Outside Director of NSK Ltd. (Until June 2024)	June 2024	Outside Director, Member, Special Committee, Member, Nomination Committee, Member, Compensation Committee of the Company (To date)
April 1976	Joined The Fuji Bank, Ltd.																												
April 2002	Head of US Sales Department 2, Mizuho Corporate Bank, Ltd. (currently, Mizuho Bank, Ltd.)																												
March 2003	Executive Officer of Mizuho Corporate Bank, Ltd.																												
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April 2010	Deputy President of Mizuho Corporate Bank, Ltd. (Until March 2013)																												
April 2013	Chairman of the Board of Mizuho Securities Co., Ltd.																												
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April 2015	Adviser of Mizuho Securities Co., Ltd. (Until March 2020)																												
June 2015	Outside Audit & Supervisory Board Member of Azbil Corporation																												
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June 2019	Outside Director of Azbil Corporation (To date)																												
June 2020	Outside Director of NSK Ltd. (Until June 2024)																												
June 2024	Outside Director, Member, Special Committee, Member, Nomination Committee, Member, Compensation Committee of the Company (To date)																												

- Notes:
1. There is no special interest between each candidate and the Company.
  2. The candidates' positions and areas of responsibilities at the Company's parent company, Toshiba Corporation, and its subsidiaries are included in the "Career Highlights, Positions, Responsibilities and Significant Concurrent Positions" column.
  3. The Company has entered into liability limitation agreements with Mr. Michio KUWAHARA, Ms. Miho AOKI, Mr. Yoshihiro UMEHA and Mr. Mitsuhiro NAGAHAMA to limit their liability for damages as stipulated in Article 423, Paragraph 1 of the Companies Act to the minimum liability amount stipulated in Article 425, Paragraph 1 of said Act. If their reappointments as Outside Director are approved, the Company plans to continue said agreements with the candidates.
  4. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act to cover damage incurred by the insured (legal damages and litigation expenses) as a result of a claim for damages being made against the insured during the insurance period due to an act committed by the insured. If the appointments of each candidate are approved at this Ordinary General Meeting of Shareholders, each candidate will be included as the insured in said insurance agreement. The Company plans to renew said insurance agreement with generally the same contents at the time of the next renewal.
  5. The Company has submitted to the Tokyo Stock Exchange notification of Mr. Michio KUWAHARA, Ms. Miho AOKI, Mr. Yoshihiro UMEHA and Mr. Mitsuhiro NAGAHAMA as independent directors as prescribed by the provisions of said Exchange. If the reappointments of each candidate are reapproved at this Ordinary General Meeting of Shareholders, their appointments as independent directors will continue.
  6. On February 18, 2025, the Company announced that it had confirmed the fact that an employee of the Company had received and resold goods for personal benefit by recording fictitious orders. Outside Directors of Mr. Michio KUWAHARA, Ms. Miho AOKI, Mr. Yoshihiro UMEHA, and Mr. Mitsuhiro NAGAHAMA have regularly made proposals from the perspective of legal and regulatory compliance at the Board of Directors meetings, etc. After this fact was discovered, they have appropriately fulfilled their duties by making specific proposals and expressing opinions at the Board of Directors meetings, etc. for investigating the cause and preventing recurrence.
  7. Mr. Yasuki OHNISHI owns share acquisition rights in the form of stock options.



## Second Proposal: Election of one (1) Audit & Supervisory Board Member

The term of the current Audit & Supervisory Board Member, Mr. Naohiro YAMAGUCHI will expire at the conclusion of this Ordinary General Meeting of Shareholders. Therefore, the Company proposes to elect the following one (1) Audit & Supervisory Board Member.

The Company has already obtained the consent of the Audit & Supervisory Board for this proposal.

The candidate for Audit & Supervisory Board Member is as follows.

	<div data-bbox="434 537 584 593">New appointment</div> <div data-bbox="622 542 1034 589">Shunsuke SHIMANO</div> <div data-bbox="1228 533 1444 600">Date of birth August 23, 1964</div>
 <p>Number of Company's shares owned by the candidate <b>1,600 shares</b></p>	<p><b>Career Highlights, Positions and Significant Concurrent Positions</b></p> <p>April 1989      Joined the Company</p> <p>March 2009      Toshiba Tec Europe Retail Information Systems S.A.</p> <p>May 2010      General Manager, Finance &amp; Accounting Division, International POS &amp; AI Printer Business Operations of the Company</p> <p>June 2011      General Manager, Finance &amp; Accounting Division, Global Solutions Business Group; General Manager, Global Standards Promotion Division, Global Solutions Business Group; Group General Manager, IFRS Promotion Group, Global Standards Promotion Division, Global Solutions Business Group of the Company</p> <p>April 2012      General Manager, Finance &amp; Accounting Division No.2, Corporate Finance &amp; Accounting Group of the Company</p> <p>June 2013      Director, Kokusai Chart Corporation</p> <p>July 2015      General Manager, Finance &amp; Accounting Division Global Commerce Solution Business Group, Corporate Finance &amp; Accounting Group of the Company</p> <p>January 2016      General Manager, Finance &amp; Accounting Division Overseas Retail Solutions Business Group, Corporate Finance &amp; Accounting Group of the Company</p> <p>July 2020      General Manager, Finance &amp; Accounting Division No.1, Corporate Finance &amp; Accounting Group of the Company</p> <p>October 2022      Finance Officer, Retail Solutions Business Group; General Manager, Finance &amp; Accounting Division Retail Solutions Business Group, Corporate Finance &amp; Accounting Group of the Company</p> <p>November 2022      Director and Chief Finance Officer (CFO); General Manager, Corporate Finance &amp; Accounting Group; General Manager, Internal Control Promotion Group of Toshiba Tec Solution Services Corporation (To date)</p> <p>June 2023      Director of TER Corporation (To date)</p> <p><b>Reasons for nomination as a candidate for Audit &amp; Supervisory Board Member</b></p> <p>Mr. Shunsuke SHIMANO has served as the head of finance and accounting divisions of the Company and its subsidiaries. He currently serves as Director of the Company's subsidiaries. As such, he possesses considerable knowledge of finance and accounting, in addition to extensive experience and high-level insight as a manager, including international business experience.</p> <p>He was nominated as a candidate for Audit &amp; Supervisory Board Member based on the expectation that he is capable of appropriately auditing the Company's business executions, etc. by utilizing his experience, and insight, etc.</p> <p>He will retire from the positions of Directors of Toshiba Tec Solution Services Corporation and TER Corporation, which are subsidiaries of the Company, prior to the date of the Ordinary General Meeting of Shareholders.</p>


- Notes:
1. There is no special interest between Mr. Shunsuke SHIMANO and the Company.
  2. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act to cover damage incurred by the insured (legal damages and litigation expenses) as a result of a claim for damages being made against the insured during the insurance period due to an act committed by the insured. If the appointment of Mr. Shunsuke SHIMANO is approved at this Ordinary General Meeting of Shareholders, he will be included as the insured in said insurance agreement. The Company plans to renew said insurance agreement with generally the same contents at the time of the next renewal.

## Third Proposal: Election of one (1) Substitute Outside Audit & Supervisory Board Member

The term of the current Substitute Outside Audit & Supervisory Board Member, Mr. Tsuyoshi SAGAYA will expire at the beginning of this Ordinary General Meeting of Shareholders. Therefore, in order to fill in without delay any future vacancy in Outside Audit & Supervisory Board Members pursuant to laws and regulations, the Company proposes to elect the following one (1) Substitute Outside Audit & Supervisory Board Member.

The Company has already obtained the consent of the Audit & Supervisory Board for this proposal.

The candidate for Substitute Outside Audit & Supervisory Board Member is as follows.

	<div data-bbox="414 568 604 600">Reappointment</div> <div data-bbox="414 640 604 768">Candidate for Substitute Outside Audit &amp; Supervisory Board Member</div> <div data-bbox="628 640 991 696">Tsuyoshi SAGAYA</div> <div data-bbox="1209 640 1437 701">Date of birth September 6, 1973</div>
 <div data-bbox="172 1272 379 1420">Number of Company's shares owned by the candidate – shares</div>	<div data-bbox="408 801 1246 831"><b>Career Highlights, Positions and Significant Concurrent Positions</b></div> <div data-bbox="408 842 1390 1196"> <div>October 2001</div> <div>Registered as Attorney at Law (To date)</div> <div>October 2001</div> <div>Joined Tokiwa Law Office</div> <div>January 2004</div> <div>Joined Oh-Ebashi LPC &amp; Partners</div> <div>October 2007</div> <div>Joined Tokiwa-Law Office</div> <div>January 2010</div> <div>Established Sagaya Law Office</div> <div></div> <div>Managing Director of Sagaya Law Office (To date)</div> <div>June 2016</div> <div>Substitute Outside Audit &amp; Supervisory Board Member of the Company (To date)</div> <div>February 2020</div> <div>Outside Audit &amp; Supervisory Board Member of Succeed Co., Ltd. (To date)</div> </div> <div data-bbox="408 1245 1299 1305"><b>Reasons for nomination as a candidate for Substitute Outside Audit &amp; Supervisory Board Member</b></div> <div data-bbox="408 1317 1437 1635"> <p>Although Mr. Tsuyoshi SAGAYA has no direct experience in corporate management, he possesses extensive experience and high-level insight, etc. as an attorney at law, and currently serves as an outside audit &amp; supervisory board member of another listed company. As such, he has extensive auditing experience as a corporate auditor.</p> <p>He was nominated as a candidate for Substitute Outside Audit &amp; Supervisory Board Member based on the expectation that he is capable of appropriately auditing the Company's business execution from an independent and objective standpoint by utilizing his experience, and insight, etc.</p> <p>He meets the independence criteria set forth by the Tokyo Stock Exchange and the Company.</p> </div>

- Notes:
1. There is no special interest between Mr. Tsuyoshi SAGAYA and the Company.
  2. If the reappointment of Mr. Tsuyoshi SAGAYA as Substitute Outside Audit & Supervisory Board Member is approved at this Ordinary General Meeting of Shareholders, and should the occasion arise where he is appointed Outside Audit & Supervisory Board Member, the Company plans to enter into a liability limitation agreement with him to limit his liability for damages as stipulated in Article 423, Paragraph 1 of the Companies Act to the minimum liability amount stipulated in Article 425, Paragraph 1 of said Act.
  3. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act to cover damage incurred by the insured (legal damages and litigation expenses) as a result of a claim for damages being made against the insured during the insurance period due to an act committed by the insured. If the reappointment of Mr. Tsuyoshi SAGAYA as Substitute Outside Audit & Supervisory Board Member is approved at this Ordinary General Meeting of Shareholders, and should the occasion arise where he is appointed Outside Audit & Supervisory Board Member, he will be included as the insured in said insurance agreement. The Company plans to renew said insurance agreement with generally the same contents at the time of the next renewal.
  4. If the reappointment of Mr. Tsuyoshi SAGAYA as Substitute Outside Audit & Supervisory Board Member is approved at this Ordinary General Meeting of Shareholders, and should the occasion arise where he is appointed Outside Audit & Supervisory Board Member, the Company plans to submit to the Tokyo Stock Exchange notification of his appointment as an independent audit & supervisory board member as prescribed by provisions of said Exchange.

(Reference) Principal areas of expertise and experience of Directors and Audit & Supervisory Board Members (skills matrix)

The composition of Directors and Audit & Supervisory Board Members in the event that the first and second proposals are approved as originally proposed at this Ordinary General Meeting of Shareholders, and the principal areas of expertise and experience of each person are as follows.

Name	Gender	Position	Principal areas of expertise and experience					Committees to be appointed (★: Appointed as Chairperson)			
			Corporate management	Risk / Compliance	Accounting / Audit	Global experience	IT technology / DX	Special Committee	Nomination Committee	Compensation Committee	
Directors	Hironobu NISHIKORI	Male	Representative Director President and Chief Executive Officer	●	●		●	●		●	●
	Yasuki OHNISHI	Male	Director Executive Vice President	●	●			●		●	●
	Masashi YUZAWA	Male	Director Senior Vice President	●			●	●			
	Naofumi TANI	Male	Director Senior Vice President	●		●	●				
	Takamasa MIHARA	Male	Director	●	●		●				
	Michio KUWAHARA	Male	Outside Director	●		●	●		★	★	
	Miho AOKI	Female	Outside Director	●		●	●		●		★
	Yoshihiro UMEHA	Male	Outside Director	●		●	●		●	●	●
	Mitsuhiro NAGAHAMA	Male	Outside Director	●		●	●		●	●	●
Audit & Supervisory Board Members	Ichiro SAKAMOTO	Male	Audit & Supervisory Board Member		●	●	●				
	Shunsuke SHIMANO	Male	Audit & Supervisory Board Member	●		●	●				
	Kanako OSAWA	Female	Outside Audit & Supervisory Board Member		●	●	●				
	Kunio KAWA	Male	Outside Audit & Supervisory Board Member	●	●	●					

Note: The above matrix does not reflect the entirety of insight and experience of each candidate.

## Independence Criteria for Outside Officers

In addition to the independence criteria established by financial instruments exchanges on which the Company is listed, the Board of Directors will judge any persons falling under any of the following items to lack independence.

1. The Outside Officer currently belongs or at any point in the past three years has belonged as a director (excluding outside director), audit & supervisory board member (excluding outside audit & supervisory board member), executive officer, or employee to a company in which the Company currently holds 10% or more of the voting rights.
2. The Outside Officer currently belongs or at any point in the past three years has belonged as a director (excluding outside director), audit & supervisory board member (excluding outside audit & supervisory board member), executive officer, or employee to a company that currently holds 10% or more of the voting rights of the Company.
3. The Outside Officer currently belongs or at any point in the past three years has belonged as a director (excluding outside director), audit & supervisory board member (excluding outside audit & supervisory board member), executive officer, or employee to a company whose transactions with the Company in any of the past three fiscal years totaled a monetary amount exceeding 2% of the consolidated net sales of that company or the Company.
4. The Outside Officer currently is or at any point in the past three years has been a director (excluding outside director), audit & supervisory board member (excluding outside audit & supervisory board member), executive officer, or employee of a financial institution from which the Company currently borrows funds equal to 2% or more of its total assets.
5. The Outside Officer has in any of the past three fiscal years received compensation other than director compensation exceeding 10 million yen from the Company as a law, accounting, or tax expert or consultant; or an organization to which the Outside Director belongs has in any of the past three fiscal years received from the Company compensation as a law, accounting, or tax expert or consultant exceeding 2% of the annual revenue of that organization.
6. In any of the past three fiscal years, the Company has made contributions exceeding 10 million yen to the Outside Officer or to a corporation to which the Outside Officer currently belongs or at any point in the past three years has belonged as an officer that executes business or as an employee.
7. The Outside Director currently belongs or at any point in the past three years has belonged as a director (excluding outside director), audit & supervisory board member (excluding outside audit & supervisory board member), executive officer, or employee to a company whose outside officers currently include any persons with experience as an officer of the Company that executed business.
8. The Outside Director currently is or at any point in the past three years has been a representative officer, officer, or employee of the current accounting auditor or an accounting auditor in the past five fiscal years of the Company.

Note: Outside Directors and Outside Audit & Supervisory Board Members are collectively called "Outside Officers."

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