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Securities Code: 6141 March 3, 2022

To Our Shareholders

106 Kitakoriyama-cho, Yamato-Koriyama City, Nara **DMG MORI CO., LTD.**Masahiko Mori, President

# Notice of Convocation of the 74th Annual General Meeting of Shareholders

We are pleased to announce the 74th Annual General Meeting of Shareholders of DMG MORI CO., LTD. (the "Company"), which will be held as described below.

In order to prevent the infection of the novel coronavirus (COVID-19), the Company has implemented various measures for holding the General Meeting of Shareholders and, if you intend to attend the meeting in person, your cooperation with such measures is requested. (For details, please refer to the attachment.) In addition, you may also exercise your voting rights in advance either in writing or via the internet, etc. instead of attending the meeting in person. If exercising your voting rights in advance, please do so no later than 5:00 p.m. on Friday, March 18, 2022, after reviewing the attached Reference Material for the General Meeting of Shareholders.

1. Date and time: Tuesday, March 22, 2022 at 1:00 p.m. Admission of attendees begins at noon.

**2. Venue:** Grand Hall, DMG MORI YAMATO KORIYAMAJO HALL 211-3 Kitakoriyama-cho, Yamato-Koriyama City, Nara

3. Agenda:

### Matters to be reported:

- 1. Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the 74th Fiscal Year (from January 1, 2021 to December 31, 2021)
- 2. Audit Reports of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board for the 74th Fiscal Year

### Matters to be resolved:

Proposal 1: Appropriation of surplus

Proposal 2: Amendment to the Articles of Incorporation

Proposal 3: Election of ten (10) Directors

# 4. Matters regarding disclosure on the internet

Pursuant to the relevant laws and regulations and Article 15 of the Company's Articles of Incorporation, out of the documents to be provided with this notice, the following ones are posted on the Company's website (https://www.dmgmori.co.jp/corporate/ir/stock/shareholders\_meeting.html) and are not attached to this notice. Therefore, the documents provided with this notice constitute a part of the documents audited by the Audit & Supervisory Board Members and the Financial Auditor when preparing audit reports.

- 1. "Matters Concerning Stock Acquisition Rights, Etc." and "Company Structure and Policies" in the Business Report
- 2. "Consolidated Statements of Changes in Equity" and "Notes on Consolidated Financial Statements"
- 3. "Non-consolidated Statements of Changes in Equity" and "Notes on Non-consolidated Financial Statements"

# **Reference Material for the General Meeting of Shareholders**

# **Proposal 1:** Appropriation of surplus

Details pertaining to the appropriation of surplus are as follows:

# Matters relating to year-end dividends

It is proposed that the year-end dividend for the current fiscal year be paid in consideration of providing a stable return, the year's operating results, future operating environment and other aspects, as follows.

Type of dividends	Cash
Allocation and total amount of the dividend assets	¥30 per common share of the Company Total amount of dividends: ¥3,767,249,640
	Since the interim dividend in the amount of \$\frac{\pmathbf{4}10}{10}\$ has been distributed, the annual dividend for the current fiscal year would be \$\frac{\pmathbf{4}40}{40}\$ per share (total amount of dividends: \$\frac{\pmathbf{5}}{5},021,021,970).
Effective date of dividends of surplus	March 23, 2022

# **Proposal 2: Amendment to the Articles of Incorporation**

### 1. Reasons for the Proposal

Following the enforcement on September 1, 2022, of the amended provisions set out in the proviso to Article 1 of the Supplementary Provisions to the "Act Partially Amending the Companies Act" (Act No.70 of 2019), a system will be introduced whereby materials for a general meeting of shareholders may be provided in electronic format, in accordance with which the following amendments to the Articles of Incorporation of the Company are proposed.

- (1) Article 15, paragraph (1) of the proposed amendment will set forth measures for the electronic provision of information that consists of reference documents, etc. for a general meeting of shareholders.
- (2) Article 15, paragraph (2) of the proposed amendment will establish provisions to limit the scope of matters delivered in written form to a shareholder who requests that they be delivered in written form.
- (3) Because "Disclosure via the Internet of Reference Documents for the General Meeting of the Shareholders, etc. and the Deemed Provision of Information" (Article 15 of the current Articles of Incorporation) will become unnecessary, it will be deleted.
- (4) Regarding the aforementioned new establishments and deletion, supplementary provisions to stipulate the date at which they come into effect, etc. will be established.

## 2. Details of the amendments

The details of the amendments are as follows.

(Underlined text shows amended portion.)

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Current Articles of Incorporation	Proposed Amendments
Article 15 (Disclosure via the Internet of Reference  Documents for the General Meeting of the Shareholders, etc. and the Deemed Provision of Information)  The Company shall be deemed to have provided the shareholders with the necessary information with respect to the matters to be stated or indicated in the reference documents for the general meeting of the shareholders, the business reports, the financial documents and the consolidated financial documents, by disclosing such information via the Internet in accordance with the relevant provisions in the Ordinance of the Ministry of Justice.	(Deleted)
(Newly established)	Article 15 (Measures for the Electronic Provision of Reference Documents, etc. for a General Meeting of Shareholders)  When the Company convenes a general meeting of shareholders, it shall take measures for the electronic provision of information that consists of reference documents, etc. for a general meeting of shareholders.  The Company may, for all or part of those matters provided in electronic form in accordance with the relevant provisions in the Ministry of Justice Order, elect not to deliver such matters in written form to a shareholder requesting delivery in written form by the record date for voting rights.
(Newly established)	Supplementary Provisions
(Newly established)	Article 1 (Transitional Measures for the Electronic Provision of Materials for a General Meeting of Shareholders)

Current Articles of Incorporation	Proposed Amendments
	1. The effective date of the deletion and amendments of the provision of Article 15 (Disclosure via the Internet of Reference Documents for the General Meeting of the Shareholders, etc. and the Deemed Provision of Information) in the Articles of Incorporation and the following establishment of new provisions of Article 15 (Measures for the Electronic Provision of Reference Documents, etc. for a General Meeting of Shareholders) in the Articles of Incorporation shall be the effective date set out in the proviso to Article 1 of the Supplementary Provisions to the Act Partially Amending the Companies Act (Act No.70 of 2019) (hereinafter referred to as the "Effective Date").  2. From the Effective Date onward, the following provisions shall become valid. In addition, these provisions shall remain effective until the date at which six months have passed since the Effective Date, or the date on which three months has passed since the date of the most recent general meeting of shareholders held within six months of the Effective Date, whichever is later.  The Company shall be deemed to have provided the shareholders with the necessary information with respect to the matters to be stated or indicated in the reference documents for the general meeting of the shareholders, the business reports, the financial documents and the consolidated financial documents, by disclosing such information via the Internet in accordance with the relevant provisions in the Ordinance of the Ministry of Justice.  3. This Article shall be deleted on the later of the dates prescribed in the previous paragraph.

# **Proposal 3:** Election of ten (10) Directors

The terms of office of all ten (10) Directors will expire at the conclusion of this General Meeting of Shareholders. This proposal requests the election of ten (10) Directors, including four (4) External Directors.

The candidates for Directors are as follows:

No.	Name	Position in the Company	Attendance at Board of Directors meetings	
1	Masahiko Mori	President	10/10	Reelection
2	Christian Thönes	Vice President	9/10	Reelection
3	Hiroaki Tamai	Executive Vice President	10/10	Reelection
4	Hirotake Kobayashi	Executive Vice President	10/10	Reelection
5	Makoto Fujishima	Vice President	10/10	Reelection
6	James Nudo	Vice President	10/10	Reelection
7	Tojiro Aoyama	External Director	10/10	Reelection  External  Independent
8	Makoto Nakajima	External Director	10/10	Reelection  External  Independent
9	Takashi Mitachi	External Director	10/10	Reelection  External  Independent
10	Hiroko Watanabe	External Director	7/7	Reelection  External  Independent
Reelection	Candidate for Director	to be reelected		

Reelection

External

Candidate for Director to be reelected

Candidate for External Director

Independent

Independent

Independent

#### Masahiko Mori No. 1





Date of birth	
September 16, 1961	

Number of the Company's shares held 3,591,485 shares

Attendance at Board of **Directors meetings** 10/10

Brief personal l	nistory, position, area of responsibility, and significant concurrent
positions	
Mar. 1985	Graduated from the Department of Precision Engineering, the

Graduated from the Department of Precision Engineering, the

Faculty of Engineering, Kyoto University Joined ITOCHU Corporation

Apr. 1985 Apr. 1993 Joined the Company

Jun. 1994 Director, General Manager, Planning / Management Office and

International Affairs Department

Jun. 1996 Senior Director

Jun. 1997 **Executive Director** Jun. 1999 President (incumbent)

Oct. 2003 Dr. Eng. of the University of Tokyo Nov. 2009

Member of Supervisory Board, DMG MORI AKTIENGESĒLLSCHAFT

Chairman of Supervisory Board, DMG MORI May 2018

AKTIENGESELLSCHAFT (incumbent)

#### Christian Thönes No. 2

Reelection



Date of birth May 1, 1972

Number of the Company's shares held 10,000 shares

Attendance at Board of **Directors meetings** 9/10

Brief personal history, position, area of responsibility, and significant concurrent positions

Jul. 1998 Graduated from the Business Management Department, University

of Münster

Aug. 1998 Joined GILDEMEISTER AKTIENGESELLSCHAFT (currently

DMG MORI AKTIENGESELLSCHAFT)

Managing Director, SAUER GmbH(Note) (currently DMG MORI Nov. 2001

Ultrasonic Lasertec GmbH)

Managing Director, DECKEL MAHO Pfronten GmbH(Note) Jul. 2009

Executive Board Member, DMG MORI Jan. 2012

AKTIENGESELLSCHAFT

Chairman of the Executive Board, DMG MORI Apr. 2016

AKTIENGESELLSCHAFT (incumbent)

Vice President, Director in charge of DMG MORI Mar. 2019

AKTIENGESELLSCHAFT of the Company (incumbent)

(Note) SAUER GmbH (currently DMG MORI Ultrasonic Lasertec GmbH and DECKEL

MAHO Pfronten GmbH are subsidiaries of DMG MORI

AKTIENGESELLSCHAFT.

# No. 3 Hiroaki Tamai





Date of birth March 20, 1960

Number of the Company's shares held 104,100

Attendance at Board of Directors meetings 10/10

Brief personal history, position	, area of responsibility, an	nd significant concurrent
positions		

Mar. 1983 Graduated from the Faculty of Commerce, Doshisha University

Mar. 1983 Joined the Company

Jun. 2003 Director, Executive General Manager, Administrative HQ

Jun. 2007 Senior Director, Executive General Manager, Administrative HQ
Jun. 2008 Executive Director, Executive General Manager, Administrative

HQ

Jun. 2014 Executive Vice President, Director in charge of Sales and

Engineering / Administration, Executive General Manager, Sales

and Engineering HQ / Administrative HQ

Mar. 2016 Executive Vice President, Director in charge of Administration,

Executive General Manager, Administrative HQ

Feb. 2020 Executive Vice President, Director in charge of Administration /

Production, Executive General Manager, Administrative HQ

(incumbent)

# No. 4 Hirotake Kobayashi

Reelection



Date of birth December 25, 1954

Number of the Company's shares held 44,900 shares

Attendance at Board of Directors meetings 10/10

Brief personal history, position, area of responsibility, and significant concurrent positions

Mar. 1977 Graduated from the Faculty of Economics, Keio University

Apr. 1977 Joined Kirin Brewery Company, Limited (currently Kirin Holdings

Company, Limited)

Mar. 2012 Representative Director, Managing Director, Kirin Holdings

Company, Limited

Oct. 2015 Joined the Company

Senior Executive Officer, Vice Executive General Manager,

Accounting / Finance HQ

Mar. 2016 Executive Director in charge of Accounting / Finance, Executive

General Manager, Accounting / Finance HQ

Mar. 2017 Executive Vice President, Director in charge of Accounting /

Finance, Executive General Manager, Accounting / Finance HQ

Jan. 2021 Executive Vice President, Director in charge of Accounting /

Finance and Sales, Executive General Manager, Accounting /

Finance HQ (incumbent)



Attendance at Board of

**Directors meetings** 

March 18, 1958

42,700

10/10

Brief personal h	istory, position, area of responsibility, and significant concurrent
positions	
Mar. 1981	Graduated from the Department of Electronic Engineering, Fact

Graduated from the Department of Electronic Engineering, Faculty of Engineering, Doshisha University

Mar. 1981 Joined the Company

Mar. 2001 General Manager, Control Technology Department

Sep. 2002 Dr. Eng. of Kyoto University

Jun. 2003 Director, General Manager, Control Technology Laboratory of the

Company

Jun. 2005 Senior Director, Executive General Manager, Development /

Manufacturing HQ (in charge of Development), General Manager,

Information System Department

Number of the Company's Senior Executive Officer, Manufacturing / Development / Quality Apr. 2014 shares held

HQ (in charge of Electrical Circuit / Control)

Jan. 2019 Senior Executive Officer, President, R&D HQ

Mar. 2019 Executive Director in charge of Research & Development,

President, R&D HQ

Apr. 2021 Executive Director, Executive General Manager, Quality HQ

Vice President, Director in charge of Quality, Executive General Aug. 2021

Manager, Quality HQ (incumbent)

#### James Nudo No. 6

Reelection



Date of birth May 30, 1954

## Number of the Company's shares held 3,300 shares

# Attendance at Board of **Directors meetings** 10/10

# Brief personal history, position, area of responsibility, and significant concurrent

positions	
Jun. 1981	Juris Doctor of Loyola University Law School

Nov. 1981 Registered as Attorney at law in the State of Illinois, U.S.A. and

the United States Federal Courts

Jun. 1982 Established Law Offices of James V. Nudo

Aug. 1992 Joined Yamazen, Inc. Apr. 2003 Joined the Company

Jul. 2014 Operating Officer, General Manager, International Legal

Department

Jan. 2017 Executive Officer, General Manager, International Legal /

International Human Resources Department

Dec. 2017 **Executive Officer** 

Jan. 2021

President and Director, DMG MORI USA, Inc.

Senior Executive Officer Jan. 2019

President and Director, DMG MORI USA, Inc.

Mar. 2019 Executive Director in charge of the Americas

President and Director, DMG MORI USA, Inc. Executive Director in charge of the Americas

CEO, DMG MORI AMERICAS HOLDING CORPORATION

Vice President, Director in charge of the Americas Aug. 2021

CEO, DMG MORI AMERICAS HOLDING CORPORATION

(incumbent)

#### Tojiro Aoyama No. 7

Reelection

External

Independent



Date of birth August 29, 1951

Number of the Company's shares held 1,000 shares

Attendance at Board of **Directors meetings** 10/10

positions	
Mar. 1974	Graduated from the Faculty of Engineering, Keio University
Mar. 1979	Dr. Eng. of Keio University
Apr. 1988	Associate Professor, the Faculty of Science and Technology (Department of Mechanical Engineering), Keio University
Apr. 1996	Professor, the Faculty of Science and Technology (Department of System Design Engineering), Keio University
Jul. 2009	Dean, the Faculty of Science and Technology and Chair of Graduate School of Science and Technology, Keio University
Jun. 2015	External Director of the Company (incumbent)
Mar. 2017	Outside Audit & Supervisory Board Member, Mitsubishi Pencil Co., Ltd.
May 2017	Vice-President, Keio University

Brief personal history, position, area of responsibility, and significant concurrent

Makoto Nakajima No. 8

Mar. 2019

Aug. 2021

Reelection

Outside Director, Mitsubishi Pencil Co., Ltd. (incumbent)

President, KEIO Engineering Foundation (incumbent)

External

Independent



Date of birth January 2, 1952

Number of the Company's shares held 1,000 shares

Attendance at Board of **Directors meetings** 10/10

positions	nistory, position, area of responsibility, and significant concurrent
Mar. 1974	Graduated from the Faculty of Law, University of Tokyo
Apr. 1974	Joined Ministry of International Trade and Industry (currently Ministry of Economy, Trade and Industry)
Jan. 2001	Director-General, Kansai Bureau of Economy, Trade and Industry, Ministry of Economy, Trade and Industry
Jun. 2004	Director-General, Trade and Economic Cooperation Bureau, Ministry of Economy, Trade and Industry
Sep. 2005	Commissioner, Japan Patent Office
Jul. 2007	Retired from office
Feb. 2008	Consultant, Sumitomo Electric Industries, Ltd.
Apr. 2009	Registered as Attorney at law

Oct. 2009 Managing Executive Officer, Sumitomo Electric Industries, Ltd. Jun. 2010 Managing Director, Sumitomo Electric Industries, Ltd. Jun. 2014 Representative Senior Managing Director, Sumitomo Electric Industries, Ltd. Jun. 2016 Vice Chairman and Senior Executive Managing Director, Japan Institute of Invention and Innovation Mar. 2017 External Director of the Company (incumbent) Jun. 2021 Advisor, Japan Institute of Invention and Innovation (incumbent)

#### Takashi Mitachi No. 9

Reelection

External

Independent

Date of birth

shares held

3,100

Brief personal history, position, area of responsibility, and significant concurrent positions

Mar. 1979 Graduated from the Faculty of Letters, Kyoto University

Apr. 1979 Joined Japan Airlines Co., Ltd.

Jun. 1992 Received MBA from Harvard Business School

Oct. 1993 Joined The Boston Consulting Group

Jan. 2005 Japan Co-chair, The Boston Consulting Group

Mar. 2016 Outside Director, Rakuten, Inc. (currently Rakuten Group, Inc.)

(incumbent)

Mar. 2017 External Director of the Company (incumbent)

January 21, 1957 Outside Director, Unicharm Corporation

> Jun. 2017 Director (Outside Director), Tokio Marine Holdings, Inc.

(incumbent)

Oct. 2017 Senior Advisor, The Boston Consulting Group

Attendance at Board of **Directors meetings** 10/10

Number of the Company's

#### Hiroko Watanabe No. 10

Reelection

External

Independent



Date of birth June 25, 1960

Number of the Company's shares held 0 shares

Attendance at Board of **Directors meetings** 7/7

positions

Mar. 1984 Graduated from the Faculty of Humanities, Jissen Women's

Brief personal history, position, area of responsibility, and significant concurrent

University Mar. 1986

Joined Fuji Electronics Industry Co., Ltd. Jun. 1998 Director, Fuji Electronics Industry Co., Ltd.

Apr. 1999 Managing Director, Fuji Electronics Industry Co., Ltd. Jun. 2008 President, Fuji Electronics Industry Co., Ltd. (incumbent) Director, Osaka Prefectural Manufacturing & Industrial May 2009

Association (incumbent)

Jun. 2009 Director, Japan Metal Heat Treatment Association (incumbent)

May 2016 Director, Japan Industrial Furnace Manufacturers Association

(incumbent)

Chairperson, Monozukuri Nadeshiko

Jun. 2017 Awarded by the Prime Minister for distinguished contribution

toward the creation of a gender-equal society

Temporary Member, Council for Small and Medium Enterprise Jan. 2021

Policy, Ministry of Economy, Trade and Industry (incumbent)

Mar. 2021 External Director of the Company (incumbent)

Apr. 2021 Chairperson, Monozukuri Nadeshiko (incumbent)

- 1. There are no special interests between each of the candidates for Directors and the Company.
- 2. Tojiro Aoyama, Makoto Nakajima, Takashi Mitachi and Hiroko Watanabe are candidates for External Directors fulfilling the requirements provided in Article 2, paragraph (3), item (vii) of the Regulation for Enforcement of the Companies Act.
- 3. Reasons for nominating Tojiro Aoyama, Makoto Nakajima, Takashi Mitachi and Hiroko Watanabe as candidates for External Directors are as follows:
  - (1) Tojiro Aoyama has served in roles such as professor at the Faculty of Science and Technology of Keio University and Dean of that faculty during his career. This proposal requests the election of Tojiro Aoyama as an External Director with the expectation of utilizing his extensive and unsurpassed knowledge in fields such as mechanical engineering and production engineering, along with his rich experience toward the Company's management. Tojiro Aoyama retired from the position of Vice-President of Keio University in August 2021. Moreover, whereas the Company engages in transactions (joint researches) with Keio University, the amounts transacted and the corresponding value of that business as a percentage of the Company's consolidated sales for the past three years, as listed below, are negligible, and the Company has determined that this is not something that affects the independence of Tojiro Aoyama.

Year	Transaction amount (Millions of yen)	Proportion to Company's consolidated sales
2019	26	0.01%
2020	36	0.01%
2021	26	0.01%

(2) Makoto Nakajima has served in roles such as Commissioner of Japan Patent Office and Representative Director of Sumitomo Electric Industries, Ltd. during his career, and has qualifications as an attorney at law. As such, this proposal requests the election of Makoto Nakajima as an External Director with the expectation of utilizing his rich managerial experience along with his insight as a legal professional toward the Company's management. In June 2016, Makoto Nakajima retired from the position of Representative Senior Managing Director of Sumitomo Electric Industries, Ltd. Moreover, whereas the Company engages in transactions with Sumitomo Electric Industries, Ltd., the amounts transacted and the corresponding value of that business as a percentage of the Company's consolidated sales for the past three years, as listed below, are negligible, and the Company has determined that this is not something that affects the independence of Makoto Nakajima.

Year	Transaction amount (Millions of yen)	Proportion to Company's consolidated sales
2019	130	0.03%
2020	117	0.04%
2021	-	-

(3) Takashi Mitachi has rich experience and expertise based on his many years having acted as a managerial consultant and manager at The Boston Consulting Group. As such, this proposal requests the election of Takashi Mitachi as an External Director with the expectation of utilizing such experience and expertise toward the Company's management. Takashi Mitachi retired from the position of Senior Advisor of The Boston Consulting Group in December 2021. Moreover, whereas the Company engages in transactions with The Boston Consulting Group, the amounts transacted and the corresponding value of that business as a percentage of the Company's consolidated sales for the past three years, as listed below, are negligible, and the Company has determined that this is not something that affects the independence of Takashi Mitachi.

Year	Transaction amount (Millions of yen)	Proportion to Company's consolidated sales
2019	490	0.10%
2020	281	0.09%
2021	322	0.08%

(4) Hiroko Watanabe has rich experience and knowledge in the metal heat treatment industry, which like machine tools supports the manufacturing industry, not only as a manager, but also as a director of industrial associations. As such, this proposal requests the election of Hiroko Watanabe as an External Director with the expectation of utilizing such experience and knowledge toward the Company's management. Currently, Hiroko Watanabe has assumed the position of President of Fuji Electronics Industry Co., Ltd. Moreover, whereas the Company engages in transactions with Fuji Electronics Industry Co., Ltd., the amounts transacted and the corresponding value of that business as a percentage of the Company's consolidated sales for the past three years, as listed below, are negligible, and the Company has determined that this is not something that affects the independence of Hiroko Watanabe.

Year	Transaction amount (Millions of yen)	Proportion to Company's consolidated sales
2019	162	0.03%
2020	206	0.06%
2021	14	0.00%

- 4. Although Tojiro Aoyama does not have an experience of being directly involved in corporate management, the Company has judged from his extensive knowledge in the technological field, experience and insight as a director of an incorporated educational institution, officer of academic societies and the like, that he will be able to appropriately carry out his duties as an External Director. Accordingly, the Company has nominated him as a candidate for External Director.
- 5. Tojiro Aoyama, Makoto Nakajima, Takashi Mitachi and Hiroko Watanabe currently serve as External Directors of the Company. At the conclusion of this General Meeting of Shareholders, their terms of service as External Director will have been six years and nine months for Tojiro Aoyama, five years for Makoto Nakajima and Takashi Mitachi, and one year for Hiroko Watanabe.
- 6. The Company has concluded agreements with Tojiro Aoyama, Makoto Nakajima, Takashi Mitachi, and Hiroko Watanabe to restrict their liability for damages described in Article 423, paragraph (1) of the Companies Act pursuant to the provisions of Article 427, paragraph (1) of the same Act. In the event that the four candidates are reelected, the Company plans to maintain the current agreements. An overview of these agreements is provided below.
  - If the External Director is liable to compensate the Company for damages due to personal neglect of duties, that liability will be restricted to the minimum liability amount prescribed in Article 425, paragraph (1) of the Companies Act pursuant to the provisions of Article 427, paragraph (1) of the same Act.
- 7. The Company has entered into a contract of directors and officers liability insurance with an insurance company as provided for in Article 430-3, paragraph (1) of the Companies Act. A summary of the details of the insurance contract is provided on page 29 of the Business Report (in Japanese only). If the election of each candidate for Director is approved, they will continue to be included as an insured person in the insurance contract. In addition, when the insurance contract is renewed next time, the Company plans to renew it with the same terms.
- 8. The Company has filed a notification to the Tokyo Stock Exchange, Inc. explaining that Tojiro Aoyama, Makoto Nakajima, Takashi Mitachi, and Hiroko Watanabe are reappointed as independent officers, pursuant to the provisions prescribed by the said exchange.