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(Securities Code: 6315)

June 5, 2025

CONVOCATION NOTICE FOR THE 47TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders,

Notice is hereby given that the 47th Ordinary General Meeting of Shareholders of TOWA CORPORATION (the “Company”) will be held as detailed below.

In convening the General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of Reference Documents for the General Meeting of Shareholders, etc., in electronic format. The information is posted on the following websites on the Internet. Please access any of the following websites to confirm the information.

URL
TOWA's website https://www.towajapan.co.jp/jp/ir/stock/meeting/ (in Japanese) Please access the Company's website above and confirm the "Convocation Notice for The 47th Ordinary General Meeting of Shareholders".
Website for Reference Documents for the General Meeting of Shareholders https://d.sokai.jp/6315/teiji/ (in Japanese)
Tokyo Stock Exchange Website (Listed Company Information Service) https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show (in Japanese) Please access the above website, enter "TOWA" in "Issue name (company name)" or our securities code "6315" in "Code", click “Search,” select "Basic information" and then "Documents for public inspection /PR Information". Please check the "Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting" under "Filed information available for public inspection" column.

In the event you are unable to attend the meeting, you can exercise your voting rights via the Internet or in writing (the Voting Rights Exercise Form). In this case, please examine the Reference Documents for the General Meeting of Shareholders later in this translation, then exercise your voting rights in accordance with “Exercising voting rights” on page 3 by 5:30 p.m. on Thursday, June 26, 2025.

Sincerely Yours,

Muneo Miura

Director, President Executive Officer

TOWA CORPORATION

5, Kamichoshi-cho, Kamitoba, Minami-ku, Kyoto, Japan

Details of the General Meeting of Shareholders

1. Date and time:

Friday, June 27, 2025, 10:00 a.m. (Japan Standard time)

2. Venue:

5, Kamichoshi-cho, Kamitoba, Minami-ku, Kyoto, Japan

Meeting room on the seventh floor of the Company's HQ building

3. Agenda:

Reports; 1. Business report, consolidated financial statements, and audit reports regarding the consolidated financial statements by the Accounting Auditor and the Audit and Supervisory Committee for the 47th fiscal term (from April 1, 2024 to March 31, 2025)

2. Report of the financial statements for the 47th fiscal term (from April 1, 2024 to March 31, 2025)

Proposal; 1. Election of Seven (7) Directors who are not Audit and Supervisory Committee Members

2. Revision of Remuneration for Directors who are not Audit and Supervisory Committee Members

3. Revision of Remuneration for Directors who are Audit and Supervisory Committee Members

- When attending the meeting, please submit the Voting Rights Exercise Form at the reception desk.
- In the event of any modifications to the materials provided in an electronic format, a notice of the modification will be posted on the Company's website (<https://www.towajapan.co.jp>).
- Paper-based materials will be provided to shareholders who have requested such materials. In accordance with laws and regulations and Article 14 paragraph 2 of the Articles of Incorporation of the company, the following items are excluded from the paper-based materials.
 1. From the consolidated financial statements: "Consolidated Statement of Changes in Net Assets" and "Notes to Consolidated Financial Statements"
 2. From the non-consolidated financial statements: "Statement of Changes in Net Assets" and "Notes to Non-Consolidated Financial Statements"

Exercising voting rights

Your voting is important for the shareholders meeting.

Please examine the Reference Documents for the General Meeting of Shareholders, then exercise your voting rights.

There are three ways to exercise your voting rights.

1. Voting at the General Meeting of Shareholders

Please bring this convocation notice and the Voting Rights Exercise Form and submit the form to the reception.

Date and time: June 27, 2025 (Friday) 10:00 a.m.

2. Voting via mail

Please indicate your approval or disapproval for each proposal listed on the Voting Rights Exercise Form and return it to us.

Deadline to arrive us: June 26, 2025 (Thursday) 5:30 p.m.

3. Voting via the Internet

Please see the instructions for online voting on the next page and enter your approval or disapproval for each proposal.

Deadline: June 26, 2025 (Thursday) 5:30 p.m.

[Note]

- If voting is conducted both in writing and via the Internet, the Internet vote will be regarded as effective.
- If voting is conducted multiple times via the Internet, the most recent vote will be regarded as effective.
- If your approval or disapproval is not provided for each proposal, your vote will be cast in support of the proposal.

If you wish to vote via the Internet, please follow the procedures below.

Reading the login QR code —Smart Exercise®—

You can login to the voting website without entering your voting code and password.

Procedures:

1. Read the QR code printed on the lower-right corner of the Voting Rights Exercise Form.

Note: QR code is a registered trademark of Denso Wave Inc.

2. Indicate your approval or disapproval in accordance with the guidance appearing on the screen.

You can use this “Smart Exercise®” to vote only **one (1)** time.

If you want to change your vote results after you have voted, please access desktop website, and enter your voting code and password printed on the Voting Rights Exercise Form. Then vote again.

Note: You can access the desktop website by reading the QR code again.

How to enter voting code and password

Procedures:

1. Access the website for voting: <https://soukai.mizuho-tb.co.jp/>
2. Enter your voting code printed on the Voting Rights Exercise Form.
3. Enter the initial password printed on the Voting Rights Exercise Form.
Then, set your own password in accordance with the guidance appearing on the screen.
4. Indicate your approval or disapproval in accordance with the guidance appearing on the screen.

For inquiries about exercising voting rights via the Internet

Please address any inquiries concerning exercising voting rights via the Internet, such as the operations for a computer, smartphone and mobile phone, to the following number:

Stock Transfer Agency Department, Mizuho Trust & Banking Co., Ltd.

Internet Help Dial

0120-768-524

(9:00 a.m. to 9:00 p.m. on weekdays)

[Note]

Please note that institutional investors can use the platform operated by ICJ, Inc. for exercising voting rights.

Acceptance of Questions from Shareholders in Advance

In consideration of the circumstances of shareholders who may not be able to come to the venue on the day of the General Meeting of Shareholders, we will accept questions from shareholders regarding the purpose of this General Meeting of Shareholders.

Shareholders who wish to ask questions are requested to have the "Exercise of Voting Rights Form" ready at hand and access the Company's website. Please access the Company's website and enter your shareholder number, name, and the nature of your question.

We plan to respond to the most frequently asked questions within a certain range on our website after this General Meeting of Shareholders.

Please note that we will not be able to respond to each question individually.

1. Questions for the through the website

<https://www.towajapan.co.jp/jp/ir/stock/meeting/> (in Japanese)

HOME>IR Information>Stock Information/General Meeting of Shareholders>General Meeting of Shareholders

2. Period during which questions may be submitted

From Thursday, June 5, 2025 to Friday, June 20, 2025 at 5:30 p.m.

Please use our website pre-qualification form to ask questions in advance.

Video On-demand of the General Meeting of Shareholders

The business report portion of this General Meeting of Shareholders will be edited and distributed on demand on the Company's website.

The video will be posted in early July. We hope you will take advantage of it.

1. URL of the On-demand Video

<https://www.towajapan.co.jp/jp/ir/stock/meeting/> (in Japanese)

2. Distribution Period

From early July 2025 to Thursday, July 31, 2025

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1. Election of Seven (7) Directors who are not Audit and Supervisory Committee Members

The terms of office of all five (5) current Directors who are not Audit and Supervisory Committee Members will expire at the conclusion of this meeting. Accordingly, to further strengthen the management system, we plan to increase the number of Directors by two (2) and request appointments of seven (7) Directors, including one (1) Outside Director.

This proposal has been determined by the Board of Directors after deliberation by the Voluntary Nomination and Compensation Committee (majority of the members are Independent Outside Directors and the Chairperson is an Independent Outside Director).

The Audit and Supervisory Committee has previously given its opinion to this proposal that all of the candidates are suitable.

The candidates for Directors who are not Audit and Supervisory Committee Members are as follows:

Candidate No.	Name	Current positions and responsibilities at the Company
1	Hirokazu Okada Re-nominated Male	Representative Director, Chairman & CEO
2	Muneo Miura Re-nominated Male	Director, President Executive Officer Marketing and Sales Division Manager
3	Koichi Ishida Re-nominated Male	Director, Managing Executive Officer Core Technology Business Division Manager
4	Nobutaka Shibahara Re-nominated Male	Director, Senior Executive Officer Administration Division Manager
5	Kazuhiro Nishimura Re-nominated Male	Director, Executive Officer Production Division Manager
6	Kazuhiko Nakanishi Newly nominated Male	Director, Executive Officer Corporate Planning Division Manager Concurrent Director of Secretary Department Concurrent Director of INNOMS Promotion Department
7	Akihiro Yano Newly nominated Outside Independent Director Male	-

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions	Number of shares of the Company in possession
1 Re-nominated Male	Hirokazu Okada (August 11, 1951)	<div> <div>April</div> <div>1979</div> <div>Joined the Company</div> </div> <div> <div>March</div> <div>1988</div> <div>Director</div> </div> <div> <div>June</div> <div>2000</div> <div>Senior Director</div> </div> <div> <div>August</div> <div>2003</div> <div>Director</div> </div> <div> <div>November</div> <div>2005</div> <div>Director, Department Manager of PM Market Development Dept.</div> </div> <div> <div>June</div> <div>2006</div> <div>Director, Managing Executive Officer, Department Manager of PM Market Development Dept.</div> </div> <div> <div>June</div> <div>2008</div> <div>Director, Managing Executive Officer, Division Manager of Development Div.</div> </div> <div> <div>April</div> <div>2010</div> <div>Executive Director, Chief Operating Officer of Development Div., Marketing and Sales Div. and Bandoh Memorial Research Laboratory</div> </div> <div> <div>April</div> <div>2012</div> <div>President & CEO</div> </div> <div> <div>April</div> <div>2025</div> <div>Representative Director, Chairman & CEO (to present)</div> </div>	624,383
<p>《Reasons for nomination as a candidate for Director》</p> <p>Mr. Okada joined the Company in 1979 and promoted the globalization of the Company's business. After serving as sales department manager, he was promoted to Director. Then he founded the sales and marketing system of TOWA Group's semiconductor equipment business. After that, he was appointed as the head of product development divisions such as the Development Div. After serving as Executive Director, he held the position of President & CEO from 2012 to March 2025, and assumed the role of Chairman & CEO in April 2025. Through such various experiences in the Company's business, he acquired and possesses abundant ideas in addition to deep insights and wide connections. He continuously exerts leadership as the top management and plays the most important role in passing down the Company's technologies and culture. Therefore, we once again nominate Mr. Okada as a candidate for Director.</p>			

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions			Number of shares of the Company in possession
2 <div>Re-nominated</div> <div>Male</div>	Muneo Miura (August 1, 1969)	October 1990	Joined the Company	24,031	
		December 1997	External assignment to TOWA Asia-Pacific Pte.Ltd.		
		April 2015	Department Manager of Sales Engineering Dept., Marketing and Sales Div		
		April 2016	Department Manager of Global Sales Dept., Marketing and Sales Div.		
		April 2018	Division Manager of Marketing and Sales Div.		
		April 2020	Executive Officer, Division Manager of Marketing and Sales Div.		
		June 2022	Director, Executive Officer, Chief Operating Officer of Marketing and Sales Div., Division Manager of Marketing and Sales Div.		
		January 2024	Director, Executive Officer, Chief Operating Officer of Marketing and Sales Div. and Singulation Business Div., Division Manager of Marketing and Sales Div.		
		April 2025	Director, President Executive Officer (to present)		
《Reasons for nomination as a candidate for Director》 Mr. Miura joined the Company in 1990 and was mainly engaged in design and spent about ten (10) years at the Company’s overseas subsidiaries. After returning to Japan, he served in the Sales Engineering Dept. and as Sales Manager, and from 2020, as Executive Officer, he made a significant contribution to improving the Group’s profitability by strengthening the global sales structure and improving cash flow such as advance payment transactions. He has served as a Director since 2022 and assumed the position of President Executive Officer in April 2025. With extensive overseas experience and achievements, he has exerted leadership as the top management. Recognizing his crucial role in driving the development of TOWA Group, we once again nominate Mr. Miura as a candidate for Director.					

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions			Number of shares of the Company in possession
3 <div>Re-nominated</div> <div>Male</div>	Koichi Ishida (October 6, 1962)	March 1985	Joined the Company	63,661	
		April 2010	Executive Officer, Division Manager of Mold Products Div.		
		April 2014	Executive Officer, Division Manager of Marketing and Sales Div.		
		April 2016	Senior Executive Officer, Division Manager of Marketing and Sales Div. and New Business Promotion Div.		
		June 2017	Director, Senior Executive Officer, Division Manager of Marketing and Sales Div. and New Business Promotion Div.		
		April 2018	Director, Senior Executive Officer, Chief Operating Officer of Marketing and Sales Div. and New Business Promotion Div., Division Manager of New Business Promotion Div.		
		April 2021	Director, Managing Executive Officer, Chief Operating Officer of Marketing and Sales Div. and New Business Promotion Div., Division Manager of New Business Promotion Div.		
		June 2022	Director, Managing Executive Officer, Chief Operating Officer of Core Technology Business Div., Development Div. and Singulation Development Div., Division Manager of Core Technology Business Div.		
		January 2024	Director, Managing Executive Officer, Chief Operating Officer of Core Technology Business Div. and Development Div., Division Manager of Core Technology Business Div.		
		April 2025	Director, Managing Executive Officer, Division Manager of Core Technology Business Div. (to present)		
《Reasons for nomination as a candidate for Director》 Mr. Ishida joined the Company in 1985 and engaged in manufacturing for many years. Since 2010, he has served as an Executive Officer, and since 2017, as a Director, contributing to the reinforcement of the business basis through planning and implementing business strategies. His experience and achievements will continue to contribute significantly to TOWA Group’s management, and he is considered indispensable to the Company’s continuous development. Therefore, we once again nominate Mr. Ishida as a candidate for Director.					

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions			Number of shares of the Company in possession
4 <div>Re-nominated</div> <div>Male</div>	Nobutaka Shibahara (August 16, 1964)	April	1987	Joined the Company	44,537
		April	2008	Department Manager of Production Control Dept., Production Div.	
		April	2010	Department Manager of Planning Dept. and Administration Div.	
		April	2014	CEO of TOWA (Suzhou) Co., Ltd.	
		October	2017	Division Manager of Corporate Planning Div.	
		April	2019	Executive Officer, Division Manager of Corporate Planning Div.	
		April	2021	Executive Officer, Division Manager of Administration Div.	
		June	2021	Director, Executive officer, Chief Operating Officer of Corporate Planning Div. and Administration Div., Division Manager of Administration Div.	
		June	2022	Director, Senior Executive officer, Chief Operating Officer of Corporate Planning Div. and Administration Div., Division Manager of Administration Div.	
		April	2025	Director, Senior Executive officer, Division Manager of Administration Div. (to present)	
《Reasons for nomination as a candidate for Director》 Mr. Shibahara joined the Company in 1987 and was mainly engaged in manufacturing and administration. Then, he served as CEO of an overseas office and managed and administrated whole areas of the subsidiary. Making the most of these careers, he has been contributing as executive officer of the Company since 2019, and as Director of the Company since 2021 and strengthening management foundation. With his insight and ability to execute business in all business areas of TOWA Group, he is considered indispensable to TOWA Group’s continuous corporate value enhancement. Therefore, we once again nominate Mr. Shibahara as a candidate for Director.					

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions			Number of shares of the Company in possession
5 <div>Re-nominated</div> <div>Male</div>	Kazuhiro Nishimura (November 3, 1965)	June 1984	1984	Joined the Company	23,329
		October 2010	2010	CEO of TOWA (Suzhou) Co., Ltd.	
		April 2014	2014	Department Manager of System Manufacturing Dept., System Products Div.	
		October 2017	2017	Assistant Division Manager of Mold Products Div.	
		October 2018	2018	Division Manager of Mold Products Div.	
		April 2020	2020	Executive Officer, Division Manager of Production Div.	
		June 2022	2022	Director, Executive Officer, Chief Operating Officer of Production Div., Division Manager of Production Div.	
		April 2025	2025	Director, Executive Officer, Division Manager of Production Div. (to present)	
<p>《Reasons for nomination as a candidate for Director》</p> <p>Mr. Nishimura joined the Company in 1984 and was mainly engaged in manufacturing. Then, he served as CEO of a main manufacturing subsidiary in China and managed and administrated whole areas of the subsidiary. From 2020, as an executive officer, he has strengthened the production system, contributing significantly to the achievement of TOWA 10-year vision. He has served as Director since 2022. He is considered an indispensable person in further promoting the Group’s production strategy and reinforcing the production system. Therefore, we once again nominate Mr. Nishimura as a candidate for Director.</p>					

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions			Number of shares of the Company in possession
6 Newly Nominated Male	Kazuhiko Nakanishi (July 22, 1963)	April June August	1986 2016 2018	Joined The Bank of Kyoto, Ltd. Manager of Nishijin Branch of the Bank of Kyoto, Ltd. Joined the Company as Department Manager of Corporate Planning Dept., Corporate Planning Div. Executive Officer, Department Manager of Corporate Planning Dept., Corporate Planning Div., Concurrent Director of Secretary Dept. Executive Officer, Division Manager of Corporate Planning Div., Concurrent Director of Secretary Dept., Concurrent Director of INNOMS Promotion Dept. Executive Officer, Division Manager of Corporate Planning Div., Concurrent Department Manager of Finance Dept., Corporate Planning Div., Concurrent Director of Secretary Dept., Concurrent Director of INNOMS Promotion Dept. Executive Officer, Division Manager of Corporate Planning Div., Concurrent Director of Secretary Dept., Concurrent Director of INNOMS Promotion Dept. (to present)	2,817 (6,960)
<p>《Reasons for nomination as a candidate for Director》</p> <p>In addition to extensive experience and achievements over many years in his previous position in the financial institution, after joining the Company in 2018, Mr. Nakanishi oversaw operations as the head of corporate planning. Since 2020, he has served as the Executive Officer, contributing to the enhancement of TOWA Group's management control system and revenue base. With his insights gained through these experiences, he is considered indispensable to TOWA Group's continuous corporate value enhancement. Therefore, we newly nominate Mr. Nakanishi as a candidate for Director.</p>					

Candidate No.	Name (Date of birth)	Career summary, positions and responsibilities, and significant concurrent positions	Number of shares of the Company in possession
7 <div>Newly Nominated</div> <div>Male</div>	Akihiro Yano (December 6, 1968)	<div>December 1990 Joined the Chunichi Dragons</div> <div>January 1998 Joined the Hanshin Tigers</div> <div>November 2010 Baseball Commentator, Public Speaker</div> <div>October 2018 Appointed as manager of the Hanshin Tigers' first team</div> <div>January 2023 Baseball Commentator, Public Speaker</div>	3,000
<p>《Reasons for nomination as a candidate for Director and overview of expected roles》</p> <p>Mr. Yano has extensive experience and accomplishments gained over many years in an environment where results are constantly demanded as a professional athlete. Additionally, through his role as the manager of a professional baseball team, where diverse talents come together, he has acquired broad knowledge in talent utilization and development, which we deem indispensable to TOWA Group's human resources strategy. Although he has no experience participating in a company's management so far, based on the aforementioned reasons, we newly nominate Mr. Yano as a candidate for Outside Director.</p>			

(Notes)

- There are no special interests between each candidate and the Company.
- Each candidate's "number of shares of the Company in possession" is as of March 31, 2025. For Mr. Kazuhiko Nakanishi, his shareholding in the TOWA Employee Shareholding Association is shown as an external number in brackets.
- The Company has concluded a Directors and officers liability insurance contract with an insurance company based on Article 430-3, Paragraph 1 of the Companies Act of Japan to compensate for possible damages the executives may bear, such as expenses for compensation or expenses needed for a trial, when they are sought for compensation for damages by shareholders or a third party. All candidates for Director are insured by the contract. Although the contract will expire during their term, the Company will seamlessly conclude equivalent Directors and officers liability insurance contract to insure all the candidates.
- If the appointment of Mr. Akihiro Yano is approved, the Company intends to execute a contract for limitation of liability with him based on Article 427, Paragraph 1 of the Companies Act of Japan. The maximum amount of liability that Mr. Akihiro Yano shall be held accountable for against the Company shall be the minimum liability amount stipulated in Article 423, Paragraph 1 of the Companies Act of Japan.
- If the appointment of Mr. Akihiro Yano is approved, he will be designated as an Independent Director who meets the regulations of the Tokyo Stock Exchange, and the Company intends to submit the notification to the Exchange.

(Reference) Skills matrix of Directors (candidates included)

The list of skills possessed by the Directors (candidates included) will be as follows.

NAME	Position/title (planned)	Outside	Independent	Corporate management	Human resource development	Production, engineering development	Expatriate experience	Sales and marketing	Accounting	Legal and compliance
Hirokazu Okada	Representative Director, Chairman & CEO			●		●	●	●		
Muneo Miura	Director, President Executive Officer,						●	●		
Koichi Ishida	Director, Managing Executive Officer					●		●		
Nobutaka Shibahara	Director, Senior Executive Officer			●	●		●			●
Kazuhiro Nishimura	Director, Executive Officer			●		●	●			
Kazuhiko Nakanishi	Director, Executive Officer			●					●	
Akihiro Yano	Director	○	○		●					
Hiroshi Hattori	Director, Full-time Audit and Supervisory Committee Member								●	
Daisuke Wake	Director, Audit and Supervisory Committee Member	○	○						●	
Miho Goto	Director, Audit and Supervisory Committee Member	○	○							●
Motoko Tanaka	Director, Audit and Supervisory Committee Member	○	○						●	

Proposal 2. Revision of Remuneration for Directors who are not Audit and Supervisory Committee Members

The remuneration for Directors who are not Audit and Supervisory Committee Members of the Company was resolved at the 38th Ordinary General Meeting of Shareholders held on June 29, 2016, at a maximum of 300 million yen per year (excluding salaries for employees), and has remained unchanged to this day. At the conclusion of that shareholder meeting, the number of Directors who are not Audit and Supervisory Committee Members was four (4).

In order to further enhance our management system and strengthen corporate governance, we plan to increase the number of Directors who are not Audit and Supervisory Committee Members by two (2), including one (1) Outside Director. Accordingly, we propose revising the Directors' remuneration to a maximum of 500 million yen per year. The amount of remuneration for Directors who are not Audit and Supervisory Committee Members will not include employee salaries for directors concurrently serving as employees.

This proposal has been carefully considered by the Board of Directors, taking into account the overall executive remuneration system, its payment levels, the current number of executives, and future trends. The decision was made following consultation with the voluntary Nomination and Compensation Committee (majority of the members are Independent Outside Directors and the Chairperson is an Independent Outside Director), ensuring fairness and transparency.

Currently, the number of Directors who are not Audit and Supervisory Committee Members is five (5). If the Proposal 1 is approved as proposed, the number of Directors who are not Audit and Supervisory Committee Members under this proposal will be seven (7), including one (1) Outside Director.

Proposal 3. Revision of Remuneration for Directors who are Audit and Supervisory Committee Members

The remuneration for Directors who are Audit and Supervisory Committee Members the Company was resolved at the 38th Ordinary General Meeting of Shareholders held on June 29, 2016, at a maximum of 30 million yen per year, and has remained unchanged to this day. At the conclusion of that shareholder meeting, the number of Directors who are Audit and Supervisory Committee Members was three (3).

Given the increasing responsibilities and roles of Directors who are Audit and Supervisory Committee Members, we propose revising their remuneration to a maximum of 50 million yen per year.

This proposal has been carefully considered by the Board of Directors, taking into account the overall executive remuneration system, its payment levels, the current number of executives, and future trends. The decision was made following consultation with the voluntary Nomination and Compensation Committee (majority of the members are Independent Outside Directors and the Chairperson is an Independent Outside Director), ensuring fairness and transparency.

The number of Directors who are Audit and Supervisory Committee Members under this proposal will be four (4).