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(Stock Exchange Code 7729)
May 31st, 2022

To Shareholders with Voting Rights:

Hitoshi Yoshida
Chairman and CEO
Tokyo Seimitsu Co., Ltd.
2968-2, Ishikawa-machi, Hachioji, Tokyo

**NOTICE OF
THE 99TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 99th Annual General Meeting of Shareholders of Tokyo Seimitsu Co., Ltd. (the “Company”) will be held for the purposes described below.

In lieu of attendance at the meeting, you can exercise your voting rights by mail or via the Internet (personal computers or smartphones). Please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights after reading “Guidance on Exercising Voting Rights” on the following page.

- 1. Date and Time:** Monday, June 20th, 2022 at 10 a.m. Japan time
- 2. Place:** “Sho-oh,” 5th Floor, Keio Plaza Hotel Hachioji
located at 14-1, Asahi-cho, Hachioji, Tokyo, Japan
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report, the Consolidated Financial Statements for the Company’s 99th Fiscal Year (April 1st, 2021 – March 31st, 2022) and the results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
 2. The Non-Consolidated Financial Statements for the Company’s 99th Fiscal Year (April 1st, 2021 – March 31st, 2022)

Proposals to be resolved:

- Proposal 1:** Dividends of Surplus
- Proposal 2:** Partial Amendments to the Articles of Incorporation
- Proposal 3:** Election of 9 Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)
- Proposal 4:** Election of 1 Director Serving as an Audit and Supervisory Committee Member

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Modifications, if any, to the Reference Documents for the General Meeting of Shareholders, as well as the Business Report, the Consolidated Financial Statements and the Non-Consolidated Financial Statements, will be posted on the Company's website (<https://www.accretech.jp/>).
- The Notes to the Consolidated Financial Statements and the Notes to the Non-Consolidated Financial Statements are provided to shareholders of the Company by posting on the Company's website (<https://www.accretech.jp/>) in accordance with laws and regulations and Article 16 of the Articles of Incorporation, and accordingly are not included in the Attachments of this convocation notice. The Consolidated Financial Statements and the Non-consolidated Financial Statements in the Attachment of this convocation notice are part of the Consolidated Financial Statements and Non-consolidated Financial Statements subject to audits when the Accounting Auditor prepared its Independent Auditor's Report and the Audit and Supervisory Committee prepared its Audit Report.
- New coronavirus infection is prevalent. We sincerely would like to ask you to carefully check the epidemic situation on the day of the shareholders meeting and your physical condition. Shareholders those who are going to attend the meeting will be asked to prevent the spread of infection such as wearing a mask. If you are not feeling well, we would appreciate your consideration of absence the meeting. We would like to ask our shareholders for their understanding and cooperation.
- Please note that the meeting will be run by a minimum number of staffs with masks.
- Please also note that **no distribution of souvenirs nor informal gathering for discussion** is scheduled.

Reference Documents for the General Meeting of Shareholders

Proposals and Reference

Proposal 1: Dividends of Surplus

Based on a consolidated dividend payout ratio of approximately 35% set forth in the “Policy for Profit Distribution to Shareholders” and taking into account the performance in the fiscal year under review, we hereby propose the Company’s dividend as follows, considering the amount of net profit.

1. Type of property for dividends: Cash
2. Matters concerning allotment of dividend property to shareholders and the total amount thereof
The Company’s common shares: ¥101 per share
Total amount to be distributed: ¥4,105,309,125
3. Effective date for the dividends of surplus: June 21st, 2022

[Policy for Profit Distribution to Shareholders]

The Company believes the most important management task for the Company is to enhance its corporate value and constantly distribute profits to shareholders through a business model of providing World’s No. 1 products based on state-of-the-art technologies in the growing market.

The Company maintains a core policy regarding the distribution of profits linked to the business performance of the Company and the Company aims to pay stable dividends targeting a consolidated dividend payout ratio of 35%. Also, considering the aim to provide stable and continuous dividend payments, the Company maintains an annual dividend of ¥20 per share regardless of consolidated profits of the Company. However, it is at the discretion of the Board to review this basic policy if the Company experiences deficit in two consecutive years.

The Company’s normal operating procedure for dividends is to pay a dividend twice a year. The General Meeting of Shareholders determines the year-end dividend and the Company’s Board of Directors decides the interim dividend.

Internal reserves will be used effectively for the research and development and capital investment for state-of-the-art technologies, overseas development, sophistication of Information systems, new business development, and M&A investment. Also, since our product lines are greatly impacted by economic fluctuations, the Company considers it important to maintain and strengthen the soundness of our financial position and prepare for possible economic downturns.

The Company’s acquisition of its own outstanding stock is a flexible measure for the profit return that supplements its dividends from retained earnings. The Company will comprehensively analyze its cash flows and internal reserves before undertaking acquisition of its own stock.

Proposal 2: Partial Amendments to the Articles of Incorporation

1. Reasons for amendments

The amended provisions stipulated in the proviso of Article 1 of the supplementary provisions of the “Act Partially Amending the Companies Act” (Act No. 70 of 2019) will be enforced on September 1, 2022. Accordingly, in order to prepare for the introduction of the system for electronic provision of materials for general meetings of shareholders, the Articles of Incorporation of the Company shall be amended as follows.

- (1) The proposed Article 16, paragraph 1 provides that information contained in the reference documents for the general meeting of shareholders, etc. shall be provided electronically.
- (2) The purpose of the proposed Article 16, paragraph 2 is to establish a provision to limit the scope of matters to be included in the paper copy to be sent to shareholders who have requested it.
- (3) The provisions related to the Internet disclosure and deemed provision of the reference documents for the general meeting of shareholders, etc. (Article 16 of the current Articles of Incorporation) will become unnecessary and will therefore be deleted.
- (4) In line with the above establishment and deletion of the provisions, supplementary provisions related to the effective date, etc. shall be established.

2. Description of amendments

(Amended sections are underlined.)

Current	New
<p><u>(Internet Disclosure and Deemed Submission of Reference Materials for General Meetings of Shareholders)</u></p> <p><u>16. The Company discloses, by Internet, reference materials for shareholders including business reports, financial documents, and consolidated financial documents for the upcoming meeting of shareholders, pursuant to the rules issued by the Department of Legal Affairs and such information is deemed to be submitted to the shareholders accordingly.</u></p> <p style="text-align: center;">(New Section)</p> <p style="text-align: center;">(New Section)</p>	<p style="text-align: center;">(Delete)</p> <p>(Measures for Electronic Provision, Etc.)</p> <p><u>16. The Company shall, when convening a general meeting of shareholders, provide information contained in the reference documents for the general meeting of shareholders, etc. electronically.</u></p> <p><u>2. Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ministry of Justice Order in the paper copy to be sent to shareholders who have requested it by the record date for voting rights.</u></p> <p>(Supplementary Provisions)</p> <p><u>1. The deletion of Article 16 (Internet Disclosure and Deemed Submission of Reference Materials for General Meetings of Shareholders) of the current Articles of Incorporation and the new establishment of the proposed Article 16 (Measures for Electronic Provision, Etc.) shall come into effect on the date of enforcement of the amended provisions stipulated in the proviso of Article 1 of the supplementary provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (the “Effective</u></p>

Date”).

2. Notwithstanding the provisions of the preceding paragraph, Article 16 of the current Articles of Incorporation shall remain in force with respect to a general meeting of shareholders to be held on a date within six months from the Effective Date.

3. These supplementary provisions shall be deleted after the lapse of six months from the Effective Date or the lapse of three months from the date of the general meeting of shareholders set forth in the preceding paragraph, whichever is later.

Proposal 3: Election of 9 Directors (Excluding Directors Serving as Audit and Supervisory Committee Members)

The terms of office of 9 Directors (excluding Directors serving as Audit and Supervisory Committee Members; the same applies in the rest of this Proposal) will expire at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of 9 Directors is proposed.

Details of the candidates for Directors are as described in pages 6 through 11 below.

The candidates are capable of performing the duties of Directors appropriately, and regardless of gender, nationality and other individual attributes, have superior dignity, ethics and insight, and are well versed in corporate management and the Company's operations.

Details of all the candidates for Directors and all the candidates for External Directors are as described in page 13 below.

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	<p style="text-align: center;"><u>Reappointment</u></p> <p>Hitoshi Yoshida (November 26th, 1959)</p>	<p>April 1983 Joined the Company</p> <p>April 2000 Leader, Multipurpose Measuring Instruments Group, Metrology Group, Tsuchiura Plant, Production Division</p> <p>April 2002 Executive Officer, Metrology Company</p> <p>April 2005 Managing Executive Officer, Metrology Company</p> <p>June 2005 Director</p> <p>October 2007 President, Metrology Company</p> <p>June 2011 Representative Director</p> <p>April 2015 President and CEO In charge of Metrology Company</p> <p>April 2022 Chairman and CEO (to present)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> ▪ Chairman, Japan Precision Measuring Instruments Manufacturers Association (May 2010 to May 2016, May 2020 to present) • Chairman, Accretech (China) Co., Ltd. The Company has a business relationship of selling its products to this company. <p>There is no special interest between the candidate and the Company.</p>	8,500
<p>[Reasons for nominating the candidate for Director]</p> <p>As Chairman and CEO, Mr. Hitoshi Yoshida supervises the overall Group, takes command of management and sufficiently plays roles in deciding important managerial matters and supervising business execution. Accordingly, we consider that he is the right person for pushing ahead with global management with his strong leadership based on his extensive experience and track records as a Director, and therefore ask shareholders to elect him as a Director again.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
2	<p style="text-align: center;"><u>Reappointment</u></p> <p>Ryuichi Kimura (December 30th, 1962)</p>	<p>April 1986 Joined the Company</p> <p>April 2005 Executive Officer, Semiconductor Company Manager of the Tokyo Office and the Osaka Office, Sales Division</p> <p>June 2005 Director</p> <p>April 2007 Managing Executive Officer, Semiconductor Company</p> <p>August 2007 President, Semiconductor Company</p> <p>June 2011 Representative Director</p> <p>April 2015 Executive Vice President and COO In charge of Semiconductor Company</p> <p>April 2019 Head of Semiconductor Company (to present)</p> <p>April 2022 President and COO (to present)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • Chairman, Accretech America Inc. • Chairman, Accretech (Europe) GmbH • Chairman, Accretech Taiwan Co., Ltd. <p>The Company has a business relationship of selling its products to each of these companies.</p> <p>There is no special interest between the candidate and the Company.</p>	3,612
<p>[Reasons for nominating the candidate for Director]</p> <p>As President and COO, Mr. Ryuichi Kimura takes command of the overall Group and fully plays roles in deciding important managerial matters and supervising business execution. Accordingly, we consider that he is the right person for realizing global management by leveraging his abundant experience in, and knowledge of, the Semiconductor Production Equipment business, which is a principal business of the Group, and therefore ask shareholders to elect him as a Director again.</p>			
3	<p style="text-align: center;"><u>Reappointment</u></p> <p>Koichi Kawamura (October 5th, 1957)</p>	<p>April 1980 Joined the Fuji Bank, Limited</p> <p>April 2007 General Manager, Financial Institutions & Public Sector Promotion Department, Mizuho Bank, Ltd.</p> <p>April 2008 Joined the Company</p> <p>April 2009 Managing Executive Officer, Administration Company</p> <p>June 2009 Director</p> <p>April 2011 President, Administration Company</p> <p>April 2015 In charge of Administration Company</p> <p>June 2015 Representative Director and CFO</p> <p>April 2019 Head of Administration Company (to present)</p> <p>April 2022 Executive Vice President and CFO (to present)</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • President, Tosei Systems Co., Ltd. The Company entrusts this company with the development of software relative to its products. • President, Accretech Finance Co., Ltd. The Company receives the provision of financial services from this company. • Chairman, Accretech Korea Co., Ltd. The Company has a business relationship of selling its products to this company. <p>There is no special interest between the candidate and the Company.</p>	7,500
<p>[Reasons for nominating the candidate for Director]</p> <p>As Executive Vice President and CFO, Mr. Koichi Kawamura takes command of the overall Group and fully plays roles in deciding important managerial matters and supervising business execution. Accordingly, we consider that he is the right person for realizing growth of each business, improvement of performance of the Group as a whole and financial strategies by making the most of his extensive experience and knowledge acquired at financial institutions, and therefore ask shareholders to elect him as a Director again.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	<p style="text-align: center;"><u>Reappointment</u></p> <p style="text-align: center;">Akihiro Endo (January 10th, 1958)</p>	<p>April 1981 Joined the Oki Electric Industry Co., Ltd. Process Research Section #1, VLSI Research Center, ED Division</p> <p>October 2002 Joined the Company General Manager, Lithography System Group, Semiconductor Company</p> <p>October 2005 Leader, CMP Group; Executive Officer, Semiconductor Company</p> <p>April 2009 Managing Executive Officer, Semiconductor Company General Manager, Technology Division, Semiconductor Company (to present)</p> <p>April 2012 Senior Executive Officer, Semiconductor Company (to present)</p> <p>June 2012 Director (to present)</p> <p>There is no special interest between the candidate and the Company.</p>	4,400
<p>[Reasons for nominating the candidate for Director] Mr. Akihiro Endo has engaged in the technology division of Semiconductor Production Equipment, which is a principal business of the Group, for many years and sufficiently plays roles in deciding important managerial matters and supervising business execution as a Director, by leveraging his abundant experience and knowledge. Accordingly, we consider that he is the right person for realizing growth of business and technological strategies, and therefore ask shareholders to elect him as a Director again.</p>			
5	<p style="text-align: center;"><u>Reappointment</u></p> <p style="text-align: center;">Takahiro Hokida (April 24th, 1962)</p>	<p>October 1995 Joined the Company</p> <p>April 2009 Leader, Prober System Group, Test Technology Department, Technology Division, Semiconductor Company (to present)</p> <p>April 2010 Executive Officer, Semiconductor Company</p> <p>April 2012 General Manager, Test Technology Department, Technology Division, Semiconductor Company (to present)</p> <p>April 2014 Managing Executive Officer, Semiconductor Company (to present)</p> <p>June 2015 Director (to present)</p> <p>October 2015 General Manager, Information System Department, Administration Company (to present)</p> <p>There is no special interest between the candidate and the Company.</p>	2,400
<p>[Reasons for nominating the candidate for Director] Mr. Takahiro Hokida has engaged in probing machines, among Semiconductor Production Equipment, which are mainstay products of the Group, for many years and sufficiently plays roles in deciding important managerial matters and supervising business execution as a Director, by making the most of his abundant experience and knowledge. Accordingly, we consider that he is the right person for realizing growth of business, technological innovation and information strategies, and therefore ask shareholders to elect him as a Director again.</p>			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
6	<u>Reappointment</u> Shuichi Tsukada (April 18 th , 1959)	April 1983 Joined the Company Technology Division, Tsuchiura Plant April 2004 General Manager, Sales Engineering and Marketing Department, Metrology Company April 2005 General Manager, Quality Assurance Department, Tsuchiura Plant, Metrology Company October 2008 General Manager, Metrology Center, Metrology Company April 2015 Executive Officer, Metrology Company Plant Manager, Tsuchiura Plant April 2017 Managing Executive Officer, Metrology Company April 2020 Senior Executive Officer, Metrology Company April 2021 Executive Officer and Head of Metrology Company (to present) June 2021 Director (to present)	1,400
		There is no special interest between the candidate and the Company.	
[Reasons for nominating the candidate for Director] Mr. Shuichi Tsukada has engaged in the field of Metrology Equipment, which is a principal business of the Company, for many years and sufficiently plays roles in deciding important managerial matters and supervising business execution as a Director, by making the most of his abundant experience and knowledge. Accordingly, we consider that he is the right person for realizing growth of business and global management strategies, and therefore ask shareholders to elect him as a Director again.			
7	<u>Reappointment</u> Wolfgang Bonatz (December 21 st , 1964)	October 1992 Joined the Tokyo Seimitsu Europe GmbH (currently Accretech (Europe) GmbH) April 1996 General Manager, Operation Department, Tokyo Seimitsu Europe GmbH November 1999 Director, Tokyo Seimitsu Europe GmbH October 2001 President, Tokyo Seimitsu Europe GmbH (to present) June 2002 Director of the Company (to present)	5,400
		[Significant concurrent positions] • President, Accretech (Europe) GmbH The Company has a business relationship of selling its products to this company.	
There is no special interest between the candidate and the Company.			
[Reasons for nominating the candidate for Director] Mr. Wolfgang Bonatz has engaged in the management of an overseas subsidiary of the Company and fully plays roles in deciding important managerial matters and supervising business execution as a Director, by leveraging his abundant experience and knowledge. Accordingly, we consider that he is the right person for realizing growth strategies of the Group's overseas operations, and ask shareholders to elect him as a Director again.			

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
	<div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">Reappointment</div> <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">External Director</div> <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">Independent</div> <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-bottom: 5px;">Director</div> <p>Shozo Saito (July 9th, 1950)</p> <p>Rate of attendance at the Board of Directors meetings in FY2022/3 100% (16/16)</p>	<p>June 2007 Executive Officer Corporate Senior Vice President, TOSHIBA CORPORATION</p> <p>June 2010 Executive Officer Corporate Executive Vice President, TOSHIBA CORPORATION</p> <p>June 2012 Director and Representative Executive Officer Corporate Senior Executive Vice President, TOSHIBA CORPORATION</p> <p>June 2013 Retired from Director of TOSHIBA CORPORATION External Corporate Director, IBIDEN CO., LTD.</p> <p>June 2015 External Director of the Company (to present)</p> <p>June 2017 Retired from External Corporate Director, IBIDEN CO., LTD.</p> <p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • Representative Director/Chairman, Nippon Electronic Device Industry Association (NEDIA) • Chairman & CEO, Device & System Platform Development Center Co., Ltd. • Representative Director, Minimal Fab Promoting Organization <p>There is no special interest between the candidate and the Company.</p>	-
8	<p>[Reasons for nominating the candidate for External Director and outline of expected roles]</p> <p>Mr. Shozo Saito is active in diverse fields by serving as the Chairman and President of several organizations in the semiconductor and electronic device industries. We therefore ask shareholders to elect him as an External Director as we anticipate that he will be able to provide valuable opinions and advice on the management of the Company and to nurture and improve our executives and employees through his excellent knowledge about different industries and experience in the corporate management of a large-scale corporation, which also will be highly useful in addressing the interests of our shareholders.</p> <p>Mr. Shozo Saito is a candidate for External Director. His term of office as an External Director of the Company will be seven years at the conclusion of this Annual General Meeting of Shareholders. Although the Company has a business relationship of selling its products to TOSHIBA CORPORATION, where he served as a Director, the transaction amount accounts for less than 2% of consolidated net sales. As he satisfies Standards for Independence of External Officers established by the Company (page 13), the Company has appointed him as an Independent Director as prescribed in the regulations of Tokyo Stock Exchange, Inc. and intends to continue to appoint him as such. In addition, pursuant to the provision of Article 427, Paragraph 1 of the Companies Act, Mr. Saito entered into a liability limitation agreement with the Company to limit his liability for compensation for damages, which is stipulated in Article 423, Paragraph 1 of the Act. The Company intends to continue this agreement. The limit amount of the liability for compensation for damages under such an agreement is determined to be the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act.</p>		

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
9	<p data-bbox="213 622 395 741"> Reappointment External Director Independent Director </p> <p data-bbox="197 779 411 837">Kiyoshi Takamasu (October 8th, 1954)</p> <p data-bbox="188 869 421 1048">Rate of attendance at the Board of Directors meetings in FY2022/3 100% (16/16)</p>	<p data-bbox="432 304 544 327">April 1982</p> <p data-bbox="432 360 576 383">October 1987</p> <p data-bbox="432 416 560 439">March 1990</p> <p data-bbox="432 450 544 472">April 1993</p> <p data-bbox="432 539 592 562">November 2001</p> <p data-bbox="432 629 560 651">March 2006</p> <p data-bbox="432 696 560 719">March 2014</p> <p data-bbox="432 763 560 786">March 2016</p> <p data-bbox="432 797 560 819">March 2018</p> <p data-bbox="432 853 560 875">March 2020</p> <p data-bbox="432 943 560 965">March 2020</p> <p data-bbox="432 976 528 999">June 2020</p> <p data-bbox="432 1066 528 1088">June 2021</p> <p data-bbox="432 1122 528 1144">June 2021</p> <p data-bbox="432 1189 560 1211">March 2022</p> <p data-bbox="432 1245 775 1267">[Significant concurrent positions]</p> <p data-bbox="432 1279 903 1301">• Emeritus Professor, The University of Tokyo</p> <p data-bbox="416 1335 1110 1357">There is no special interest between the candidate and the Company.</p>	-
<p data-bbox="188 1379 1110 1402">[Reasons for nominating the candidate for External Director and outline of expected roles]</p> <p data-bbox="188 1413 1461 1615">Although he has no experience of having directly engaged in corporate management other than in his role as an External Director, Mr. Kiyoshi Takamasu has professional expertise and abundant experience at universities and research institutes. Having served as President and other positions of business organizations related to precision measurement as well as hosting various international conferences, he has globally sophisticated skills, knowledge and insight. We judge that his skills, knowledge and insight are highly useful for the production of the Group's products and research and development as well as the nurturing of our executives and employees. Expecting that he will play these roles, we ask shareholders to elect him as an External Director again.</p> <p data-bbox="188 1626 1382 1682">His term of office as an External Director of the Company will be two years at the conclusion of this Annual General Meeting of Shareholders.</p> <p data-bbox="188 1693 1445 1895">As he satisfies Standards for Independence of External Officers established by the Company (page 13), the Company has appointed him as an Independent Director as prescribed in the regulations of Tokyo Stock Exchange, Inc. and intends to continue to appoint him as such. In addition, pursuant to the provision of Article 427, Paragraph 1 of the Companies Act, Mr. Takamasu entered into a liability limitation agreement with the Company to limit his liability for compensation for damages, which is stipulated in Article 423, Paragraph 1 of the Act. The Company intends to continue this agreement. The limit amount of the liability for compensation for damages under such an agreement is determined to be the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act.</p>			

Proposal 4: Election of 1 Director Serving as an Audit and Supervisory Committee Member

A current Director Serving as Audit and Supervisory Committee Member Mr. Yoshiro Hayashi will resign at the conclusion of this Annual General Meeting of Shareholders. Accordingly, the election of 1 Director serving as an Audit and Supervisory Committee Member is proposed.

The Audit and Supervisory Committee has previously given its consent to this proposal. Details of the candidate for Director serving as an Audit and Supervisory Committee Member are as shown below.

Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held	
<p style="text-align: center;">New appointment External Director Independent Director</p> <p>Tsuneko Murata (September 27th, 1958)</p>	April 1982	-	
	April 2007		Joined Matsushita Electric Industrial Company, Ltd. (currently Panasonic Corporation)
	June 2008		Senior Councilor & General Manager, Legal Affairs & CSR Department of Home Appliances Company of Matsushita Electric Industrial Company, Ltd.
	October 2009		Member of Board of Directors of Matsushita Facilities Net Services Co., Ltd. (currently Panasonic Appliances Safety Service Co., Ltd.)
	February 2010		Senior Councilor, Corporate Legal Affairs Division of Panasonic Corporation
	January 2014		Director for Lifelong Learning Policy, Ministry of Education, Culture, Sports, Science & Technology Japan
	January 2016		Executive Director for special missions and General Manager, Legal Affairs and Compliance Department, Japan Pension Service
	June 2018		Auditor, Japan Pension Service
	June 2019		External Audit & Supervisory Board Member, Japan Finance Corporation (to present)
	March 2021		Director, Audit and Supervisory Committee Member, ADVANTEST CORPORATION
June 2021	Director, Audit & Supervisory Committee Member, Fujikura Ltd.		
	Outside Director, Milbon Co., Ltd. (to present)		
	External Director, Kakuyasu Group Co., Ltd. (to present)		
<p>[Significant concurrent positions]</p> <ul style="list-style-type: none"> • External Audit & Supervisory Board Member, Japan Finance Corporation • Outside Director, Milbon Co., Ltd. • External Director, Kakuyasu Group Co., Ltd. 			
There is no special interest between the candidate and the Company.			
<p>[Reasons for nominating the candidate for External Director and outline of expected roles]</p> <p>Ms. Tsuneko Murata has deep insight mainly into governance which she gained through serving as an Auditor, etc. at business companies and governmental corporations, in addition to her experience of engagement in legal affairs and CSR in corporate management. We expect that she will leverage these assets to supervise and audit the management of the Group, and therefore ask shareholders to elect her as an External Director serving as Audit and Supervisory Committee Member. Although the Company has some business relationship of selling its products to some companies, where she has served as a Director or Auditor, each transaction amount accounts for less than 2% of the Company's consolidated net sales. As she satisfies Standards for Independence of External Officers established by the Company (page 13), the Company plans to appoint her as an Independent Director as prescribed in the regulations of Tokyo Stock Exchange, Inc. In addition, pursuant to the provision of Article 427, Paragraph 1 of the Companies Act, Ms. Murata is to enter into a liability limitation agreement with the Company to limit her liability for compensation for damages, which is stipulated in Article 423, Paragraph 1 of the Act. The limit amount of the liability for compensation for damages under such an agreement is determined to be the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act.</p>			

[Matters related to all of the candidates for Director]

The Company has entered into a directors and officers liability insurance contract that insures all the Directors. The insurance contract covers damages that may arise due to the insured Director assuming liability for the execution of his or her duties or receives a claim related to the pursuit of such liability. However, there are certain exemptions; for instance, damage will not be covered if an insured person has caused it intentionally or with gross negligence. If each of the candidate takes office as a Director, he or she will be unconditionally insured under the said insurance contract.

[Standards for Independence of External Directors]

In the event that an External Director falls under all of the following items, the Company shall deem the said External Director to have independence.

1. Not an executive (*1) of Tokyo Seimitsu Group (Accretech Group) within 10 years
2. Not the principal shareholder (*2) or its executive
3. Not an executive of the following company or party within 3 years
 - (1) A company or party that Accretech Group is principal client/supplier for (*3)
 - (2) A company or party that is Accretech Group's principal client/supplier (*3)
 - (3) A company or party that is Accretech Group's principal lender (*4)
4. Not a certified public accountant belongs to Accretech Group's financial accountant
5. Not an expert such as public accountant, tax accountant, attorney, judicial scrivener, nor patent attorney that obtains significant amount of cash (*5) or assets from the Accretech Group
6. Nor others as shown below
 - (1) Not a person from the company with which the Company has mutual directorship(*6)
 - (2) A person's spouse, relative within the second degree of kinship, relative living together or those who share a living are all applicable from 1. to 5. above
 - (3) Not having other significant conflicts of interest with the Company

Notes:

- *1. Executive: Directors in charge of business execution, Executive officer and/or equivalent responsibilities
- *2. Principal shareholder: shareholder who directly or indirectly owns over 10% of total voting rights
- *3. Principal client/supplier: Client/supplier whose sales amount at previous fiscal year is over 2% of consolidated sales amount
- *4. Principal lender: Lender that Accretech Group's outstanding loans payable at previous fiscal year is over 10% of total assets
- *5. Significant amount of cash: over 10 million yen per year (in 3 years average) excluding directorship compensation
- *6. Mutual directorship: A person from a Company that an Accretech Group employee (or ex-employee) is being appointed to as an external director

(Reference)

Structure of the Board of Directors (Skills Matrix, etc.)

	Age	External Director / Diversity*	Major past experience	Board of Directors	Audit and Supervisory Committee	Nomination and Compensation Council
Hitoshi Yoshida	62		Measurement technology	○		
Ryuichi Kimura	59		Semiconductor sales	○		
Koichi Kawamura	64		Financial institutions	○		
Akihiro Endo	64		Semiconductor technology	○		
Takahiro Hokida	60		Semiconductor technology	○		
Shuichi Tsukada	63		Metrology equipment production	○		
Wolfgang Bonatz	57	●	Overseas subsidiary management	○		
Shozo Saito	71	◎	Corporate management	○		○
Kiyoshi Takamasu	67	◎	Academic	○		○
Shinji Akimoto	58		Human resources	○	○	○
Yuriko Sagara	47	◎○	Attorney	○	○	○
Masaki Sunaga	60	◎	Certified public accountant	○	○	○
Tsuneko Murata	63	◎○	Corporate management	○	○	○

Age: as of June 30, 2022

Independent External Director: ◎

Female: ○

Foreigner: ●

	Skills and Experiences								
	Corporate management / Management strategies	Industry knowledge	Technology / Intellectual property / Manufacturing	Sales / Marketing	International business / Global experiences	Accounting / Finance	Legal / Risk management	Personnel / Labor / Human resources development	IT / Information systems
Hitoshi Yoshida	○	○	○	○	○				○
Ryuichi Kimura	○	○		○	○				
Koichi Kawamura	○				○	○	○	○	
Akihiro Endo		○	○	○	○				
Takahiro Hokida		○	○	○	○				○
Shuichi Tsukada		○	○						
Wolfgang Bonatz	○	○		○	○				
Shozo Saito	○	○	○		○				
Kiyoshi Takamasu		○	○		○				
Shinji Akimoto							○	○	
Yuriko Sagara			○		○		○		
Masaki Sunaga						○	○		
Tsuneko Murata	○				○		○		

This matrix represents the areas in which we expect each of them to have more expertise and play a more active role, based on their experience and other factors. This matrix does not represent all the knowledge and experience of each person

—End of document—