

Note: This Convocation Notice is a translation of Japanese language original for convenience purpose only, and in the event of any discrepancy, the Japanese language original shall prevail.

Securities Code: 6961

June 3, 2022

To Our Shareholders:

2-30-1 Namiki, Kawaguchi-shi, Saitama

Enplas Corporation

Daisuke Yokota, President

Notice of the 61st Annual Meeting of Shareholders

Enplas Corporation (“Company”) hereby notifies that the Company will hold the 61st Annual Meeting of Shareholders as described below.

Instead of attending the meeting on the date, you may also exercise your voting rights in writing or through the Internet. We kindly request you to read the following Reference Document for the Annual Meeting of Shareholders, and exercise your voting rights in accordance with the guidance on pages 2 and 3 hereof by 5:00 p.m. (JST), June 24, 2022 (Friday).

Sincerely yours,

1. **Date:** 10:00 a.m., June 27 (Monday), 2022
2. **Venue:** 2-2, Shintoshin, Chuo-ku, Saitama-shi, Saitama
Hotel Brillante Musashino
2nd Floor, Emerald
 - Please make sure to attend at the right venue. The map is attached at the last page of this notice (*omitted from this translation*).
 - A notice will be posted on the Company’s website (please refer to page 2) when it becomes likely that the planned venue may not be used due to the growing spread of infections of the coronavirus disease (COVID-19).
3. **Purposes:**
 - Items to be reported:**
 1. The business report, the consolidated financial statements, and the results of consolidated financial statement audited by the Accounting Auditor and the Audit Committee for the 61st business period (April 1, 2021 to March 31, 2022)
 2. The non-consolidated financial statements for the 61st business period (April 1, 2021 to March 31, 2022)

Items to be resolved:

Agenda Item No. 1: Partial Amendments to the Articles of Incorporation

Agenda Item No. 2: Election of Two (2) Directors (excluding Audit Committee members)

Agenda Item No. 3: Grant of Stock Options (Share Options) as Remuneration to Directors (excluding Directors who are Audit Committee members, and Outside Directors.)

4. Information on Exercise of Voting Rights.

- (1) If your voting rights are exercised through a voting rights exercise form, and you submit a voting rights exercise form without indicating your vote for or against each of the proposals, your vote will be counted as “in favor” for such proposal.
- (2) If your voting rights are exercised both by a voting rights exercise form and through the Internet, voting through the Internet shall prevail.
- (3) If your voting rights are exercised more than once through the Internet, your final vote shall prevail.
- (4) Please complete and send back your voting rights exercise form to make sure it is received by the Company by 5:00 p.m. (JST), Friday, June 24, 2022.
- (5) Please exercise your voting rights through the Internet by 5:00 p.m. (JST), Friday, June 24, 2022.
- (6) If you do not attend the Annual Meeting of Shareholders, you may attend through another shareholder holding voting rights of the Company as your proxy; provided, however, that a document verifying the proxy must be submitted.

5. Information on Disclosure on the Internet

- (1) Among the documents that should be attached to the Notice of the Annual Meeting of Shareholders, the following matters are provided on the Company’s website pursuant to applicable laws and regulations, and the Articles of Incorporation of the Company; therefore, they are not attached to this Notice of the Annual Meeting of the Shareholders:
 - (a) System to Ensure Appropriateness of Operations of the Company, and Overview of Implementation of System to Ensure Appropriateness of Operations of the Company
 - (b) Basic Policy for Controlling the Company
 - (c) Notes to the Consolidated Financial Statements
 - (d) Notes to Specific Items of the Non-consolidated Financial Statements

Of the documents above, “System to Ensure Appropriateness of Operations of the Company,” “Overview of Implementation of System to Ensure Appropriateness of Operations of the Company” and “Basic Policy for Controlling the Company” have been audited as part of the business report when the Audit Committee prepared the audit report.

Of the documents above, “Notes to the Consolidated Financial Statements” and “Notes to Specific Items of the Non-consolidated Financial Statements” have been audited as part of the consolidated and the non-consolidated financial statements when the Audit Committee and the Accounting Auditor prepared the audit report.
- (2) If there are any revisions to the Reference Document for the Annual Meeting of Shareholders, the business report, and/or the consolidated and the non-consolidated financial statements, such revisions will be listed on the Company’s website.
- (3) The voting results will be posted on the Company’s website in lieu of sending written notice of voting results to shareholders.

The Company’s website: <https://www.enplas.co.jp>

(When attending the meeting, we kindly request that you submit the enclosed voting rights exercise form to the receptionist at the venue.)

- In light of the growing spread of infections of the coronavirus disease (COVID-19), we will take preventive measures against infections at this Annual Meeting of Shareholders, such as staff members wearing masks and providing alcohol disinfectants.
 - When our shareholders attend this Annual Meeting of Shareholders, please confirm the situation on the day of the meeting and carefully take note of your own health condition.
 - Since the 58th Annual Meeting of Shareholders, no souvenirs have been prepared for shareholders attending the meeting.
- Thank you for your understanding.

Information on Exercise of Voting Rights through the Internet

- (1) The exercise of voting rights through the Internet (personal computers, mobile phones, and smart phones) may be made only by utilizing the following voting-rights-exercise website designated by the Company.
The voting-rights-exercise website <https://soukai.mizuho-tb.co.jp/>
- (2) When using personal computers or mobile phones
Please access the website above, and exercise the voting rights following the guidance of the screen by using “voting rights exercise code” and “password” provided in the voting rights exercise form.
If you use a mobile phone with the bar code reading function, you can access the voting-rights-exercise website by reading “QR code for mobile phone” provided in the enclosed voting rights exercise form.
- (3) When using smart phones
Please read with your phone “Log in QR code for the voting-rights-exercise website for smart phones” provided in the enclosed voting rights exercise form, and exercise the voting rights following the guidance of the screen. In this case, “voting rights exercise code” or “password” is not required.
If you want to change the content of the exercise of the voting rights after the voting rights were once exercised, the QR code needs to be read again and then “voting rights exercise code” and “password” provided in the voting rights exercise form need to be entered.
(QR code is a registered trademark of Denso Wave Inc.)
- (4) The exercise of voting rights through the Internet may not be made depending on your personal terminal and your Internet environment.
Please note that for the access to the “Website for Voting Rights Exercise,” communication charges for telephone, etc. and access charges for providers will be borne by each shareholder.

For inquiries about exercise of voting rights through the Internet
Administrator of Shareholder Registry: Securities Agent Business Department of
Mizuho Trust & Banking Co., Ltd.
Phone: 0120-768-524 (Toll free)
Business Hours: 9:00 – 21:00 on weekdays (excluding year-end and New Year
holidays)

Agenda Item No. 1: Partial Amendments to the Articles of Incorporation

1. Reasons for the Amendments

As the revised provisions stipulated in the proviso to Article 1 of the Supplementary Provisions of the “Act Partially Amending the Companies Act” (Act No. 70 of 2019) will come into effect on September 1, 2022, the Articles of Incorporation are proposed to be amended as follows to introduce a system to provide materials for the Annual Meeting of Shareholders electronically.

- (1) As the Company will be required to provide in its Articles of Incorporation that it will take measures to provide electronically the information that is the content of the Reference Documents for the Annual Meeting of Shareholders, etc., Paragraph 1 of Article 17 (Measures for electronic provision, etc.) of the Proposed Amendment will be newly established.
- (2) Paragraph 2 of Article 17 (Measures for electronic provision, etc.) of the Proposed Amendment will be newly established to allow the Company to limit, of the matters to be electronically provided with respect to the information that is the content of the Reference Documents for the Annual Meeting of Shareholders, etc., the scope of matters to be stated in the documents to be delivered to shareholders who have requested documents in writing, to the scope specified in the applicable Ministry of Justice Order.
- (3) The provision of Article 17 (Internet disclosure and deemed provision of the Reference Documents for the Annual Meeting of Shareholders, etc.) of the current Articles of Incorporation will no longer be necessary when the electronic provision of information on the Annual Meeting of Shareholders is introduced, and is therefore to be deleted.
- (4) The Company will establish supplementary provisions to give effect to the above new and deleted provisions. These supplementary provisions are to be deleted after their expiration date.

2. Description of the Amendments

Description of the amendments is as follows:

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed amendments
<p>Articles 1 to 16 (text omitted)</p> <p><u>(Internet disclosure and deemed provision of Reference Documents of the Annual Meeting of Shareholders, etc.)</u></p> <p><u>Article 17.</u></p> <p><u>When the Company convenes a Annual Meeting of Shareholders, if it discloses information that is to be stated or indicated in the Reference Documents for the Annual Meeting of Shareholders, Business Report, Financial Statements and/or Consolidated Financial Statements through the internet in accordance with the provisions prescribed by the Ministry of Justice Order, it may be deemed that the Company has provided this information to shareholders.</u></p> <p>(New)</p>	<p>Articles 1 to 16 (no changes)</p> <p>(Deleted)</p> <p><u>(Measures for electronic provision, etc.)</u></p> <p><u>Article 17.</u></p> <p><u>1. When the Company convenes a Annual Meeting of Shareholders, it shall take measures to electronically provide information that is the content of the Reference Documents for the Annual Meeting of Shareholders, etc.</u></p> <p><u>2. The company shall not be required to include all or part of the matters prescribed by the Ministry of Justice Order among the matters for which electronic provision measures are to be taken in the documents to be delivered to shareholders who have made a request for delivery of documents by the record date for voting rights.</u></p>
<p>Articles 18 to 37 (text omitted)</p> <p>(New)</p>	<p>Articles 18 to 37 (no changes)</p> <p><u>(Supplementary provisions)</u></p> <p><u>1. The deletion of Article 17 (Internet disclosure and deemed provision of the Reference Documents for the Annual Meeting of Shareholders, etc.) of the Articles of Incorporation before the amendment and the establishment of Article 17 (Measures for electronic provision, etc.) of the Articles of Incorporation after the amendment shall become effective as of September 1, 2022, the date of enforcement of the revised provisions stipulated in the proviso to Article 1 of the Supplementary Provisions of the</u></p>

	<p><u>“Act Partially Amending the Companies Act” (Act No. 70 of 2019) (herein referred to as the “Enforcement Date”).</u></p> <p><u>2. Regardless of the provisions of the preceding article, Article 17 (Internet disclosure and deemed provision of the Reference Documents for the Annual Meeting of Shareholders, etc.) of the Articles of Incorporation before amendment shall remain in effect for Annual Meetings of shareholders to be held on a date within six months from the Enforcement Date.</u></p> <p><u>3. These supplementary provisions shall be deleted after six months have elapsed from the Enforcement Date or three months have elapsed from the date of the Annual Meeting of Shareholders referred to in the preceding article, whichever is later.</u></p>
--	--

Agenda Item No. 2: Election of Two (2) Directors (excluding Audit Committee members)

The term of office for all Three (3) Directors (excluding Audit Committee members) will expire at the conclusion of this Annual Meeting of Shareholders. Accordingly, the Company requests the election of Two (2) Directors (excluding Audit Committee members).

This Agenda Item was determined following the report of the Nomination and Compensation Advisory Committee. Further, This Agenda Item was discussed by the Audit Committee and no objection was raised.

The candidates for Directors (excluding Audit Committee members) are as follows.

Candidate No.	Name	Current positions and total Term of office as a Director		Classification of Candidate	Number of attendances at the board of directors' meetings
1	Daisuke Yokota	President	19 years	Reappointment	13 out of the 13 meetings (100%)
2	Shigeya Fujita	Member of the Board	3 years	Reappointment	13 out of the 13 meetings (100%)

Candidate No. **1** Daisuke Yokota Reappointment

Date of birth : November 4, 1967 (54 years old) | Number of the Company's shares owned : 1,351,417 shares

Number of attendances at the board of directors' meetings : 13 out of the 13 meetings (100%) | Years in service : 19 years at the conclusion of this Annual Meeting of Shareholders

Brief profile, position, and responsibility at the Company
(Significant concurrent positions)

Aug. 1983	Joined the Company	Apr. 2006	Managing Director, Chief General Manager, Operations, General Manager, Plastic Optics Department, the Company
Apr. 2000	President, ENPLAS (U.S.A). INC.	Apr. 2007	Managing Director, Chief General Manager, Operations, the Company
Jun. 2003	Director, the Company	Apr. 2008	President, the Company (incumbent)
Apr. 2004	Director, General Manager, Engineering Plastic Business Department, the Company		

Reason for the nomination:

Mr. Daisuke Yokota has managed the Company group by demonstrating strong leadership since his appointment as President and Representative Director. The Company nominated him as a candidate for a Director because it appreciates his global business performance and vast knowledge and experience of general corporate management and thus expects he will continue to contribute to the Company's sustainable growth and enhancement of corporate value.

Candidate No. **2 Shigeya Fujita** Reappointment

Date of birth : December 24, 1972 (49 years old)	Number of the Company's shares owned : 5,700 shares
Number of attendances at the board of directors' meetings : 13 out of the 13 meetings (100%)	Years in service : 3 years at the conclusion of this Annual Meeting of Shareholders

Brief profile, position, and responsibility at the Company
(Significant concurrent positions)

<p>Mar. 2003 Joined the Company</p> <p>Apr. 2009 Vice President, Enplas (U.S.A.), Inc.</p> <p>Apr. 2013 Manager of Corporate Center, Corporate & Administration Division</p> <p>Apr. 2014 Executive Officer, Manager of Corporate Center, Corporate & Administration Division</p> <p>Apr. 2015 Executive Officer, Manager of Group Financial Office, Corporate & Administration Division</p>	<p>Apr. 2017 Executive Officer, Division Manager of Corporate Center, Corporate & Administration Division</p> <p>Apr. 2019 Executive Officer, General Manager of MSD Division</p> <p>Jun. 2019 Director, Management Executive Officer, Manager of Corporate Center, the Company</p> <p>Apr. 2020 Director, Management Executive Officer, General Manager of Corporate Planning Division, the Company</p> <p>Apr. 2022 Director, Management Executive Officer, General Manager of Corporate Division, the Company (incumbent)</p>
---	---

Reason for the nomination:

The Company nominated Mr. Shigeya Fujita as a candidate for a Director because he has assumed important positions such as Vice President of ENPLAS(U.S.A.), INC., a subsidiary of the Company, General Manager of MSD Division, and General Manager of Corporate Planning Division, and the Company believes that he will continue to leverage such knowledge and experience to supervise the management of the Group.

Notes: 1. There is no special interest between each candidate and the Company.
 2. The Company has concluded a contract for officers' liability insurance (D&O insurance) as provided for in paragraph 1 of Article 430-3 of the Companies Act for covering all directors (excluding Audit Committee members) as the insured. If each candidate assumes the position of director (excluding Audit Committee members), such candidate shall become an insured person under such insurance contract. The insurance contract stipulates that directors (excluding Audit Committee members) as the insured will be compensated for losses which they may suffer due to their assumption of responsibilities in relation to the execution of their duties or their receiving a claim pertaining to the pursuit of such responsibilities; provided, however, that there are certain exemptions for the coverage, including that any loss caused by an act that is committed with the knowledge that such act is a violation of laws and regulations will not be compensated. The Company pays all insurance premiums, including those for the special clauses, and the insured will not in substance bear any insurance premiums. In addition, the insurance contract was renewed on May 1, 2022, in the middle of the term of office of the insured, and if each candidate assumes the position of director (excluding Audit Committee members), such insurance contract will be renewed during the term of their office.

Reference Document for Annual Meeting of Shareholders

Areas that the Company particularly expects of directors (including candidates) and executive officers

Directors	Corporate Management	ESG Sustainability	Finance and Accounting	Legal, Risk Management Compliance	Global	R & D New Business Development	Manufacturing Technology	Marketing (Sales)	Organization Labor Management HR Development
Daisuke Yokota	•				•	•	•	•	
Shigeya Fujita		•	•	•					•
Toshimasa Iue*	•		•	•	•			•	
Masao Hisada*	•	•	•	•	•				•
Minoru Amoh*	•				•	•	•	•	•
Kazuyuki Toma				•	•				•

* The Company registered Mr. Toshimasa Iue , Mr. Masao Hisada and Mr. Minoru Amoh with the Tokyo Stock

Exchange as an Independent Director pursuant to the rules of the Tokyo Stock Exchange.

Executive officers	Corporate Management	ESG Sustainability	Finance and Accounting	Legal, Risk Management Compliance	Global	R & D New Business Development	Manufacturing Technology	Marketing (Sales)	Organization Labor Management HR Development
Shigeo Kutsuzawa	•					•		•	
Yuji Horikawa			•			•		•	
Mikihiro Sugibuchi	•				•	•		•	
Shoji Miyasaka		•					•		•
Keiji Sakai						•	•	•	
Takashi Ogura			•	•					
Kazuaki Yokoyama						•		•	
Tai Fukizawa					•	•	•		
Yoichi Takeuchi						•	•		
Akira Shina								•	
Mayumi Hamano		•							

Agenda Item No. 3: Grant of Stock Options (Share Options) as Remuneration to Directors (excluding Directors who are Audit Committee members, and Outside Directors.)

At the 54th Annual Meeting of Shareholders held on June 26, 2015, it was approved that the amount of remuneration for Directors (excluding Directors who are Audit Committee members) shall not exceed 300 million yen per fiscal year (of which the amount for Outside Directors shall not exceed 50 million yen per fiscal year), and the amount for Directors who are Audit Committee members shall not exceed 100 million yen per fiscal year. In addition, at the 60th Annual Meeting of Shareholders held on June 23, 2021, it was also approved that the amount of monetary remuneration for Directors of the Company (excluding Directors who are Audit Committee Members, and Outside Directors) shall not exceed 30 million yen per year for the grant of restricted stock.

For the purpose of further enhancing the motivation and morale of the Directors of the Company (excluding Directors who are Audit Committee Members, and Outside Directors) (hereinafter referred to as the “Applicable Directors”) to contribute to the improvement of business performance and corporate value in the medium to long term by having the Applicable Directors share the benefits of an increase in stock price as well as the risks of a decrease in stock price with shareholders by further strengthening the link between the remuneration of the Applicable Directors and the business performance and stock value of the Company, the Company would like the shareholders to approve the grant of share options to the Applicable Directors as stock options remuneration separately from the amount of the abovementioned remuneration for the Directors only within one (1) year from the date of this Annual Meeting of Shareholders, and for the total fair value of the share options granted as stock options remuneration to be within 60 million yen.

The terms and conditions of the share options as stock options remuneration to be granted to the Applicable Directors are as follows, and the specific number of share options to be granted to each Applicable Director shall be determined by a resolution of the Board of Directors of the Company after discussions and reports by the Nomination and Compensation Advisory Committee upon comprehensively taking into consideration various factors such as the balance between fixed remuneration and bonuses, the content of duties of each Applicable Director, the status of business execution at the Company, and the degree of contribution of each Applicable Director, etc.

Currently, there are three (3) Directors (excluding Directors who are Audit Committee Members. One (1) of which is an Outside Director) and Four (4) Directors who are Audit Committee Members (three (3) of which are Outside Directors). If the Agenda Item No.2 is approved as proposed at this Annual Meeting of Shareholders, there will be two (2) Directors to whom the remuneration under this Agenda is applied.

This Agenda Item was determined following the report by the Nomination and Compensation Advisory Committee. Further, this Agenda Item was discussed by the Audit Committee and no objection was raised.

Description of the Share Options

(1) Maximum number of share options

The number of share options to be issued to the Applicable Directors within one (1) year from the date of approval of this Agenda Item shall be 200 or less.

(2) Class and number of shares to be issued upon the exercise of share options

The maximum number of shares of the Company’s common stock shall be 20,000 shares.

The number of shares to be issued upon the exercise of one share option (hereinafter referred to as the "Number of Shares Granted") shall be 100 shares.

If it is appropriate to adjust the Number of Shares Granted in the event that the Company conducts share split, allotment of shares without contribution or consolidation of shares, etc., the Number of Shares Granted shall be adjusted according to the following formula. However, such adjustment shall be made only to share options

that have not been exercised at the time of the adjustment and any fraction less than one (1) share resulting from such adjustment shall be rounded down.

Number of Shares Granted after adjustment = Number of Shares Granted before adjustment x Ratio of share split, allotment of shares without contribution, or consolidation of shares.

If the share options are succeeded by way of the Company's absorption-type merger or consolidation, or the share options are succeeded by way of share exchange or share transfer in which the Company becomes a wholly-owned subsidiary, the Company may adjust the number of shares it deems necessary in accordance with the merger ratio or other factors.

(3) Value of property to be contributed upon exercise of share options

The value of property to be contributed upon exercise of each share option shall be the amount obtained by multiplying the amount to be paid for each share to be issued upon exercise of the share option (hereinafter referred to as the "Exercise Price") by the Number of Shares Granted.

The Exercise Price shall be the average closing price of the Company's common stock in the regular trading thereof at the Tokyo Stock Exchange on each day (excluding days on which there is no transaction) of the month preceding the month in which the date of allotment of the share options falls (any fraction less than one (1) yen shall be rounded up.). However, if such amount is less than the closing price for the regular trading of the Company's common stock at the Tokyo Stock Exchange on the allotment date of the share options (in the case where no transaction is executed, the closing price on the immediately preceding day), such closing price shall be the Exercise Price.

If any of the events set forth in i), ii) or iii) below occurs, the Company may adjust the Exercise Price as it deems necessary, and the Exercise Price shall be the amount obtained by multiplying the Exercise Price adjusted in accordance with the respective formula by the number of shares to be issued upon the exercise of each share option. The Exercise Price after adjustment shall be rounded up to the nearest yen.

i. In the case where the Company conducts share-split or consolidation of shares;

$$\text{Exercise Price after adjustment} = \text{Exercise Price before adjustment} \times \frac{1}{\text{Ratio of share-split/consolidation of shares}}$$

ii. In the event that the Company issues shares for subscription or disposes of its treasury shares at a price lower than the market price (including the issuance of shares and grant of treasury shares by allotment of shares without contribution, but excluding cases of the exercise of share options (including bonds with share options) and cases of conversion of securities convertible into common shares of the Company).

Exercise Price after adjustment =

$$\text{Exercise Price before adjustment} \times \frac{\text{Number of shares already issued} + \frac{\text{Number of newly issued shares} \times \text{Amount paid per share}}{\text{Stock price before the issuance of the offered shares}}}{\text{Number of shares already issued} + \text{Number of newly issued shares}}$$

The "number of shares already issued" in the formula shall be the total number of shares issued by the Company as of the day immediately preceding the effective date of the above issuance of shares less the number of treasury shares held by the Company as of such date, and in the event that treasury shares are disposed of, the "number of newly issued shares" shall be replaced with the "number of treasury shares to be

disposed of”, and the “stock price before the issuance of the offered shares” shall be replaced with the “stock price before the disposal of treasury shares”, respectively. In addition, the “stock price before the issuance of the offered shares” in the formula shall be the Exercise Price before adjustment if there is no market price for the Company’s shares, or the last trading price on the immediately preceding the Company’s preferred stock market if there is a market price for the Company’s shares.

iii. In the event of an absorption-type merger in which the Company is the surviving company, an absorption-type company split in which the Company is the succeeding company, or a share exchange in which the Company becomes the wholly-owning parent company, or in any other event similar thereto where an adjustment of the Exercise Price is required, the Company shall make such adjustment of the Exercise Price as it deems necessary.

(4) Period during which the share options can be exercised

The exercise period shall be from the day on which three (3) years have elapsed from the date of the resolution of the Board of Directors of the Company regarding the allotment of the share options to the day on which five (5) years have elapsed from the date of such resolution. If the final day of the exercise period falls on a holiday of the Company, the final day shall be the working day immediately preceding the final day.

(5) Conditions for exercise of share options

(5)-1. Applicable Directors to whom the share options have been allotted shall be required to be in the position of director, executive officer or employee of the Company or the Company's subsidiary at the time of exercising the share options. However, the foregoing shall not apply if there is a resignation due to the expiration of the term of office, mandatory retirement by age, resignation or retirement for the convenience of the Company, resignation due to an occupational disease, transfer of employment or any other justifiable reason.

(5)-2. In the event of the death of a holder of a share option, the share option shall not be inherited; provided, however, that only if the holder of the share option dies after the commencement of the exercise period, the share options may be exercised by heirs to the rights. In the event that the heirs to the rights die, their heirs shall not succeed to the share options.

(6) Restriction on transfer of share options

Any acquisition of share options by transfer shall require an approval of the Board of Directors of the Company.

(7) Matters concerning acquisition of share options

(7)-1. If any of the proposals i, ii, iii, iv or v below is approved by the Annual Meeting of Shareholders of the Company before the Applicable Director exercises his/her share options (if the resolution at the Annual Meeting of Shareholders is not required, then, if the resolution at the meeting of the Board of Directors of the Company is made), the Company may acquire the share options without consideration on the date separately determined by the Board of Directors.

i. Proposal for approval of a merger agreement in which the Company is to be dissolved.

ii. Proposal for approval of an absorption-type company split agreement or an incorporation-type company split plan whereby the Company shall be the splitting company.

iii. Proposal for approval of the share exchange agreement or the share transfer plan in which the Company will become a wholly-owned subsidiary.

iv. Proposal for approval to amend the Articles of Incorporation to create a provision that, as to the feature of all shares issued by the Company, an approval of the Company is required for the acquisition of such shares by transfer.

v. A proposal for approval of an amendment to the Articles of Incorporation which creates a provision that, as to the feature of shares to be issued upon the exercise the of share options, the approval of the Company is required for the acquisition of such shares by transfer, or that the Company acquires all of such class of shares by resolution of the Annual Meeting of Shareholders.

(7)-2. In the event that the Applicable Director fails to exercise the share options as such Applicant Director does not satisfy conditions for the exercise of share options pursuant to the provisions of (5)-1. above or dies, or in the event that a holder of share options expresses the intention to abandon his/her share options, the Company may acquire his/her share options without consideration.

(7)-3. If the Applicable Directors abandon all or part of the share options, the Company may acquire such share options without contribution.

(8) Other terms and conditions of share options

Other subscription requirements and details (including any other matters set forth in (1) through (7) above) shall be determined by the resolution of the Board of Directors of the Company subject to the approval of this Agenda Item.

(9) The reason why it is appropriate to grant such share options to Applicable Directors

The stock options will be allotted to the Applicable Directors for the purposes of further enhancing the motivation and morale of the Company to improve its business performance and sharing more value with its shareholders. In addition, since the stock options will be issued only within one (1) year from the date of the Annual Meeting of Shareholders and the dilution ratio is minor, the Company believes that the grant of stock options is appropriate. On the condition that this Agenda Item is approved, the Company plans to change the "Matters concerning the policy for determining the content of remuneration, etc. for individual Directors" stated on page 30 of the Business Report to conform to this Agenda Item.

End

(Reference)

Subject to the approval of this Agenda Item, the Company will also grant share options with the same terms & conditions as above to the executive officers and employees of the Company and the directors and employees of the Company's subsidiaries. The total number of share options to be issued, including those granted to Applicable Directors, is expected to be no more than 3,000, and the total number of shares to be issued upon the exercise of the share options is expected to be no more than 300,000 shares.

End of Document