

To All Shareholders:

5-5-3 Minatojima Minamimachi, Chuo-ku, Kobe, Hyogo  
**MORESCO Corporation**  
Motohisa Morozumi  
President and Representative Director

## Notice of the 68th Ordinary General Meeting of Shareholders

On behalf of the Board, I would like to thank you, our valued shareholders, for your continued support.

MORESCO Corporation (hereinafter, the “Company” or “MORESCO”) is pleased to announce that the 68th Ordinary General Meeting of Shareholders will be held on the date and at the venue specified below.

In convening this general meeting, the Company electronically provides information contained in the Reference Materials for the General Meeting of Shareholders, etc. (hereinafter, “Electronic Provision Matters”) by posting it on its corporate website as “Notice of the 68th Ordinary General Meeting of Shareholders” and “Other Electronic Provision Matters for the 68th Ordinary General Meeting of Shareholders (matters omitted in the document for delivery).”

Besides the MORESCO corporate website, the same information is also posted on the website of the Tokyo Stock Exchange (TSE).

Please access the Tokyo Stock Exchange website below (TSE Listed Company Information Service), enter “MORESCO” for the Issue name (company name) or the Company’s securities code “5018” for the Code, and check “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting” under “Basic information” and “Documents for public inspection/PR information.”

【MORESCO corporate website】

[https://www.moresco.co.jp/ir/shareholders\\_info.php](https://www.moresco.co.jp/ir/shareholders_info.php)



【Tokyo Stock Exchange website (TSE Listed Company Search service)】

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>



If you exercise your voting rights by filling in a voting form or via the Internet, please refer to the Reference Materials for the General Meeting of Shareholders contained in the Electronic Provision Matters and exercise your voting rights in accordance with the methods described on pages 4 and 5 by 5:35 p.m. on Tuesday, May 26, 2026.

1. Date and Time: 10:00 a.m., Wednesday, May 27, 2026  
(Reception will open at 9:00 a.m.)
2. Venue: 6-10-1 Minatojima Nakamachi, Chuo-ku, Kobe  
Kairaku Hall (B1F, Main Building), Kobe Portopia Hotel
3. Agenda:
  - Matters to Be Reported
    1. Business Report on the 68th fiscal year from March 1, 2025 to February 28, 2026, the Consolidated Financial Statements, and results of the audit by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
    2. Non-consolidated Financial Statements for the 68th fiscal year from March 1, 2025 to February 28, 2026
  - Matters to Be Resolved
    - Agendum 1 Disposal of Retained Earnings
    - Agendum 2 Election of Six Directors (except Directors who are Audit and Supervisory Committee Members)
    - Agendum 3 Election of Four Directors Who Is an Audit and Supervisory Committee Member

[Matters decided upon convening the Meeting]

If you exercise your voting rights both in writing (by mail) and via the Internet, the vote via the Internet shall be treated as effective.

If you exercise your voting rights multiple times via the Internet, only the last vote shall be treated as effective.

If you exercise your voting rights in writing (by mail) but do not indicate your approval or disapproval of each agendum in the voting form, your vote shall be treated as approval.

-----  
 \* For this General Meeting, regardless of whether delivery of information in writing has been requested, a document containing the Electronic Provision Matters will be uniformly sent.

Of the Electronic Provision Matters, the matters below are not included in the documents sent to you pursuant to laws and regulations as well as the provision of Paragraph 2, Article 12 of MORESCO's Articles of Incorporation.

- "System for Ensuring the Proper Conduct of Business and the Status of Its Operation" in the Business Report
- "Consolidated Statement of Changes in Equity" and "Notes to Consolidated Financial Statements" of the Consolidated Financial Statements
- "Non-consolidated Statement of Changes in Equity" and "Notes to Non-consolidated Financial Statements" of the Non-consolidated Financial Statements

Therefore, these items are a part of the Business Report, Consolidated Financial Statements, and Non-consolidated Financial Statements that had been audited by the Audit and Supervisory Committee and the Accounting Auditors in order to prepare the Audit Report and the Accounting Audit Report, respectively.

\* Please be aware that if it becomes necessary to revise any of the Electronic Provision Matters, the revised information will be posted on the relevant website.

<Notes>

- ◎ Small gifts will no longer be presented to attendees of the General Meeting of Shareholders. We have also canceled the get-together party between our Directors and shareholders, considering the difficulty in ensuring fairness between shareholders who are able to attend the General Meeting and shareholders who are unable to do so. We appreciate your understanding.
- ◎ When attending the meeting, please submit the enclosed Voting Rights Exercise Form to the reception at the meeting venue. Please also bring this notice of convocation with you for the sake of saving resources.
- ◎ If a proxy attends the General Meeting of Shareholders, the proxy shall be a MORESCO shareholder who has a voting right pursuant to the provisions of Article 16 of MORESCO's Articles of Incorporation. In such a case, a document legitimizing the proxy must be submitted to MORESCO. Please note that persons other than shareholders who are entitled to exercise their voting rights will not be admitted to the meeting (however, persons accompanying shareholders with disabilities, guide dogs, hearing dogs, and service dogs, etc. will be permitted to enter the venue).
- ◎ The venue staff will guide shareholders in wheelchairs, etc. to their seats.
- ◎ Notification of resolutions will be posted on our corporate website (<https://www.moresco.co.jp/>) in place of the written notification, from the viewpoint of saving resources to help protect the global environment. We appreciate your understanding.

< Pre-Submission of Questions >

- ◎ We accept questions regarding the agenda of the General Meeting of Shareholders in advance. Please access the General Meeting of Shareholders Question Form from the URL or QR code below, and enter the necessary information by the deadline. Among the questions received in advance, we will answer those that seem to be of high interest to shareholders and that we are able to answer, on the day of the General Meeting. Please note that we do not guarantee that we will respond to all questions received. Furthermore, if we are unable to respond to your question, we will not be able to respond to your question individually.

[Send advance questions to]: <https://forms.office.com/r/QKiKHYFANI>

[Deadline for advance questions]: 5:35 p.m., Wednesday, May 20, 2026



< On-demand distribution of the General Meeting of Shareholders >

- ◎ A video of a part of the proceedings of the General Meeting of Shareholders will be available for on-demand viewing from a later date (scheduled to be in early June 2026) on our website ([https://www.moresco.co.jp/ir/shareholders\\_info.php](https://www.moresco.co.jp/ir/shareholders_info.php)). ※Japanese only. Please access the website if you are interested.
- ◎ Cameras will be placed at the venue on the day of the General Meeting of Shareholders for the above video recording. In consideration of the privacy of the shareholders attending, attention will be paid so that only the screen images and the area around the seats of our directors will be video recorded. However, some of the shareholders present may be inevitably included in the video. We would appreciate your understanding.

## Reference Materials for the General Meeting of Shareholders

### Agendum 1. Disposal of Retained Earnings

The Company positions shareholder returns as its key management issue. It is therefore the Company's basic policy to return profits to its shareholders in light of business performance, etc. while securing the internal reserves required for future business expansion and the enhancement of the management structure.

Regarding our capital policy, including profit distribution, the Company aims for a consolidated dividend payout ratio of 30% or higher.

Based on this policy, the Company plans to pay out a year-end dividend for the current fiscal year under review as described below.

(1) Type of dividend property

Cash

(2) Matters concerning appropriation of the dividend property and the total amount thereof 35 yen per share of the Company's common stock

Total amount of dividends: 321,201,300 yen

Since 20 yen per share of the Company's common stock was paid as an interim dividend in November 2025, the annual dividend will be 55 yen per share.

(3) Date on which distribution of retained earnings takes effect

May 28, 2026

Agendum 2. Election of Six Directors (except Directors who are Audit and Supervisory Committee Members)

The term of office of all (six) Directors (except Directors who are Audit and Supervisory Committee Members; the same shall apply hereinafter in this agendum) will expire at the conclusion of this General Meeting of Shareholders. It is therefore proposed that six Directors should be elected.

Regarding this agendum, the Audit and Supervisory Committee of the Company has commented that the candidates and their selection processes are reasonable.

The candidates for Directors are as described below.

No.	Name (Date of birth)	Personal history, position and duty at the Company, and significant concurrent positions outside the Company	Number of the Company's shares held
1	Motohisa Morozumi (April 23, 1962)	<p>April 1987      Joined HBF Japan (currently, Sekisui Fuller Company, Ltd.)</p> <p>March 1999      Joined MORESCO Corporation. Section Manager of Tokyo Sales, Sales Department III, MORESCO Corporation</p> <p>March 2007      General Manager, Sales Department, Hot Melt Adhesive, MORESCO Corporation</p> <p>May 2008      Executive Officer General Manager, Sales Department, Hot Melt Adhesive, MORESCO Corporation</p> <p>March 2011      Executive Officer Division Manager, Hot Melt Adhesive and General Manager, Sales Department, Hot Melt Adhesive, MORESCO Corporation</p> <p>May 2011      Director and Executive Officer Division Manager, Hot Melt Adhesive and General Manager, Sales Department, Hot Melt Adhesive, MORESCO Corporation</p> <p>January 2012    President and Representative Director of PT. MORESCO MACRO ADHESIVE</p> <p>May 2014      Director and Managing Executive Officer Division Manager, Hot Melt Adhesive and General Manager, Sales Department, Hot Melt Adhesive, MORESCO Corporation</p> <p>March 2015      Director and Managing Executive Officer Division Manager, Hot Melt Adhesive, MORESCO Corporation</p> <p>May 2017      Director and Senior Managing Executive Officer Division Manager, Hot Melt Adhesive and Division Manager, Metal Working Fluids, MORESCO Corporation</p> <p>May 2018      President and Representative Director, COO, MORESCO Corporation</p> <p>May 2021      President and Representative Director, CEO, MORESCO Corporation (current position)</p>	45,819
<p>[Reasons for nomination as Director]</p> <p>Since he was appointed CEO (Chief Executive Officer), President and Representative Director in 2021, Motohisa Morozumi has been steering the Company's overall management in all aspects, including running the Company during the COVID-19 pandemic, responding to the sharp rise in raw material prices, and demonstrating strong leadership in promoting sustainability management. In order to achieve both "the realization of a sustainable society" and "increasing added value of business," which is the theme of the 10th Medium-Term Management Plan covering the three years from FY2024 to FY2026, his management experience and knowledge are essential. He has been nominated as a candidate for Director of MORESCO Corporation, as we conclude that he will be able to continue to contribute to sustainably increasing the corporate value of MORESCO Corporation and the MORESCO Group as a Director.</p>			

No.	Name (Date of birth)	Personal history, position and duty at the Company, and significant concurrent positions outside the Company	Number of the Company's shares held
2	Nobuhiro Sewaki (March 23, 1964)	<p>April 1982      Joined MORESCO Corporation</p> <p>March 2008    General Manager, Sales Department, Functional Fluids, MORESCO Corporation</p> <p>May 2010      Executive Officer General Manager, Sales Department, Functional Fluids, MORESCO Corporation</p> <p>March 2015    President and Representative Director, MORESCO (Thailand) Co., Ltd.</p> <p>May 2015      Executive Officer in charge of Southeast Asia, MORESCO Corporation</p> <p>May 2016      Senior Executive Officer in charge of Southeast Asia, MORESCO Corporation</p> <p>February 2017 President and Representative Director, MORESCO HM&amp;LUB INDIA PRIVATE LIMITED</p> <p>May 2017      Director, Senior Executive Officer in charge of Southeast Asia, MORESCO Corporation</p> <p>May 2018      Director, Senior Executive Officer in charge of Global Operations, MORESCO Corporation</p> <p>November 2020 Chairman, Wuxi MoreTex Technology Co., Ltd.</p> <p>May 2021      Director and Senior Managing Executive Officer, COO, MORESCO Corporation (current position)</p> <p>April 2025    President and Representative Director, MORESCO TECHNO Co., Ltd. (current position)</p>	23,838
<p>[Reasons for nomination as Director]</p> <p>Since he was appointed COO (Chief Operating Officer), Director and Senior Managing Executive Officer in May 2021, Nobuhiro Sewaki has supervised all Divisions and subsidiaries both in Japan and overseas by leveraging his abundant experience and knowledge of the operations of MORESCO Corporation and the MORESCO Group. Since FY2023, he promoted initiatives to strengthen the overall business of the MORESCO Group, such as restructuring group companies in China and advancing corporate acquisition in North America. To promote the five basic policies set forth in the 10th Medium-Term Management Plan, his strong business execution capabilities, which he has cultivated through a wide range of negotiations with other companies and by promoting the business of the entire Group, are essential. He has been nominated as a candidate for Director of MORESCO Corporation, as we conclude that he will be able to continue to contribute to sustainably increasing the corporate value of MORESCO Corporation and the MORESCO Group as a Director.</p>			

No.	Name (Date of birth)	Personal history, position and duty at the Company, and significant concurrent positions outside the Company	Number of the Company's shares held
3	Hirofumi Fujimoto (July 14, 1966)	<p>April 2010      Syndication Promotion Manager, Products Distribution Department, Mizuho Corporate Bank, Ltd. (currently, Mizuho Bank, Ltd.)</p> <p>July 2012      Deputy General Manager, Shinjuku Corporate Banking Department, Mizuho Corporate Bank, Ltd.</p> <p>April 2015      General Manager, Investors Service Department, Trust &amp; Custody Services Bank, Ltd. (currently, Custody Bank of Japan, Ltd.)</p> <p>May 2017      Senior Manager, Internal Audit Department, Mizuho Bank, Ltd.</p> <p>March 2019      Joined MORESCO Corporation. Deputy General Manager, Strategy Planning Department</p> <p>March 2020      General Manager, Overseas Sales Department, Hot Melt Adhesive, MORESCO Corporation</p> <p>January 2021    Executive Officer in charge of administration segments, CFO, MORESCO Corporation</p> <p>March 2021      Executive Officer in charge of administration segments and Safety, CFO, MORESCO Corporation</p> <p>May 2021      Director and Senior Executive Officer, CFO in charge of administration segments and Safety, MORESCO Corporation</p> <p>March 2022      Director and Senior Executive Officer, CFO, MORESCO Corporation</p> <p>April 2024      Director and Senior Executive Officer, CFO in charge of sustainability, MORESCO Corporation</p> <p>May 2025      Director and Managing Executive Officer, CFO in charge of sustainability, MORESCO Corporation (current position)</p>	11,287
<p>[Reasons for nomination as Director]</p> <p>Since he was appointed CFO (Chief Financial Officer) in January 2021 and Director in May 2021, Hirofumi Fujimoto has been responsible for carrying out important duties in the corporate governance and administration segments of the Company. In 2024, he was appointed Director in charge of sustainability, and has been promoting initiatives for sustainability management, such as human rights due diligence and management responses to strengthen human capital. To ensure the promotion of sustainability management, innovation of business processes, and improvement of the return on capital as declared in the 10th Medium-Term Management Plan, his multifaceted perspective and strong business execution capabilities are essential. He has been nominated as a candidate for Director of MORESCO Corporation, as we conclude that he will be able to continue to contribute to sustainably increasing the corporate value of MORESCO Corporation and the MORESCO Group as a Director.</p>			

No.	Name (Date of birth)	Personal history, position and duty at the Company, and significant concurrent positions outside the Company	Number of the Company's shares held	
4	Jiro Hosomi (June 9, 1972)	April 1996	Joined MORESCO Corporation	9,154
		March 2014	General Manager, Sales Department, Metal Working Fluids, MORESCO Corporation	
		May 2018	Division Manager, Metal Working Fluids and General Manager, Sales Department, Metal Working Fluids, MORESCO Corporation	
		May 2019	Executive Officer Division Manager, Metal Working Fluids and General Manager, Sales Department, Metal Working Fluids, MORESCO Corporation	
		May 2021	President and Representative Director, MORESCO TECHNO Co., Ltd. (current position)	
		March 2023	Executive Officer Division Manager, Functional Fluids, MORESCO Corporation	
		May 2024	Director, Executive Officer in charge of Global Operations, MORESCO Corporation (current position)	
		March 2025	President and Representative Director, MORESCO HM&LUB INDIA PRIVATE LIMITED (current position)	
<p>[Reasons for nomination as Director]  Jiro Hosomi served as General Manager of the Sales Department, Metal Working Fluids for many years, and became Representative Director and President of a subsidiary in Japan in 2021. Since he was appointed Functional Fluids Division Manager in 2023, he has been working to expand the business of the Division. In addition, with experience of working at overseas subsidiaries, he has sufficient experience and insight regarding the operations of the Company and its subsidiaries. Since he was appointed Director in charge of Global Operations in 2024, he has been supervising overseas group companies in expanding their business based on his global management perspective, in addition to his experience and insight. He has been nominated as a candidate for Director of MORESCO Corporation, as we conclude that he will be able to continue to contribute to sustainably increasing the corporate value of MORESCO Corporation and the MORESCO Group as a Director.</p>				
5	Katsuhito Fukuda (March 3, 1970)	April 1992	Joined MORESCO Corporation	3,193
		March 2012	General Manager, R&D Department, Hot Melt Adhesive, MORESCO Corporation	
		March 2015	Executive Officer, General Manager, R&D Department, Hot Melt Adhesive, MORESCO Corporation	
		March 2021	Executive Officer, General Manager, R&D Department, Hot Melt Adhesive and General Manager, Corporate R&D Department, MORESCO Corporation	
		March 2022	Executive Officer, General Manager, Corporate R&D Department, MORESCO Corporation	
		May 2025	Director and Executive Officer, CTO, MORESCO Corporation (current position)	
<p>[Reasons for nomination as Director]  Katsuhito Fukuda served as General Manager of the R&amp;D Department, Hot Melt Adhesive Division, for many years, and, from 2021, he also served as General Manager of the Corporate R&amp;D Department. In 2025, he was appointed Director and Executive Officer and CTO (Chief Technology Officer) and has been leading the Company's research and development in both existing and next-generation fields. He has been nominated as a candidate for Director of MORESCO Corporation as we conclude that by leveraging his experience and insight, he will be able to continue to contribute to sustainably increasing the corporate value of MORESCO Corporation and the MORESCO Group as a Director.</p>				

No.	Name (Date of birth)	Personal history, position and duty at the Company, and significant concurrent positions outside the Company	Number of the Company's shares held
6	Hiroshi Sakai (October 25, 1961)	<p>November 2007 General Manager, Ichihara R&amp;D Center, HD Division, Electronics Section, Showa Denko K.K. (now Resonac Corporation)</p> <p>September 2008 General Manager, Technology Development Department, HD Section, Showa Denko K.K.</p> <p>January 2012 Corporate Fellow, General Manager, Technology Development Department, HD Section, Showa Denko K.K.</p> <p>January 2015 Senior Corporate Fellow, General Manager, Technology Development Control Department, HD Division, Showa Denko K.K.</p> <p>January 2019 General Manager, Technology Development Control Department, Device Solutions Division, Showa Denko K.K.</p> <p>January 2020 Corporate Officer, Chief Technology Officer (CTO), Showa Denko K.K.</p> <p>March 2020 Director, Corporate Officer, Chief Technology Officer (CTO), Showa Denko K.K.</p> <p>January 2022 Director, Managing Corporate Officer, Chief Technology Officer (CTO), Showa Denko K.K.</p> <p>January 2022 Managing Corporate Officer, Chief Technology Officer (CTO), Showa Denko Materials Co., Ltd. (now Resonac Corporation)</p> <p>January 2023 Fellow, Resonac Corporation</p> <p>January 2025 Advisor, Resonac Hard Disk Corporation (current position)</p> <p>May 2025 Director, MORESCO Corporation (current position)</p>	669
<p>[Reasons for nomination as Outside Director and overview of the expected role]  Hiroshi Sakai has been engaged in research and development in the electronics field at a major chemical manufacturer for many years, and has abundant experience and knowledge in the development of products related to MORESCO Corporation and products with reduced environmental impact. He was also deeply involved in management of the manufacturer as its director and CTO. By leveraging his abundant experience and knowledge, he has contributed to the management and research and development of the Company. He has been nominated as a candidate for Outside Director of MORESCO Corporation, as we expect that he will continue to provide us with guidance and advice based on his experience and knowledge.</p>			

- (Notes)
1. There are no particular conflicts of interest between any of the candidates and MORESCO Corporation.
  2. Hiroshi Sakai is a candidate for Outside Director.
  3. The Company has entered into a directors and officers liability insurance (D&O insurance) contract prescribed in Paragraph 1, Article 430-3 of the Companies Act with an insurance company to cover any damage that may be incurred in association with any liability that directors of the Company (who are the insured) bear with regard to the execution of their duties or any claim filed with regard to such liability (excluding damage, etc. attributable to any act conducted with awareness that it is violating any law or regulation).  
Each candidate will be included among the insured of this insurance contract when his appointment is approved, and therefore the Company plans to renew the insurance contract with the same content on July 1, 2026, before the expiration of their term of office.
  4. Special notes related to the candidates for outside directors are as follows.
    - (1) Term of office  
The term of office of Hiroshi Sakai as an Outside Director will be one year at the conclusion of this General Meeting.
    - (2) Contract for limitation of liability  
The Company has entered into a contract with Hiroshi Sakai which limits the liability for damages in Paragraph 1, Article 423 of the Companies Act, in accordance with the Articles of Incorporation, pursuant to the provisions of Paragraph 1, Article 427 of the Companies Act. The liability for damages under the said contract is limited to the statutory amount, and the Company plans to continue the same contract if his election is approved.
  5. The Company has registered Hiroshi Sakai as an independent officer in accordance with the regulations of Tokyo Stock Exchange, Inc. The Company plans to continue to have Hiroshi Sakai act as an independent officer if his election is approved.
  6. The number of the Company's shares held by each candidate includes his equity in the MORESCO Officers' stock ownership plan.

[Comment by Audit and Supervisory Committee]

Regarding the election of directors of the Company, the Audit and Supervisory Committee of the Company has judged that as a result of discussions at the Committee, the eligibility of candidates and their selection processes are reasonable, as their appointment was decided by the Board of Directors after examination and approval by the Nominating/Compensation Committee, which is composed of all independent outside directors and representative directors.

### Agendum 3. Election of Four Directors Who are Audit and Supervisory Committee Members

The term of office of all Directors who are Audit and Supervisory Committee Members (four) will expire at the conclusion of this General Meeting of Shareholders. It is therefore proposed that four Directors who are Audit and Supervisory Committee Members should be elected.

This agendum has been approved by the Audit and Supervisory Committee in advance.

The candidates for Directors who are Audit and Supervisory Committee Members are as described below.

No.	Name (Date of birth)	Personal history, position and duty at the Company, and significant concurrent positions outside the Company	Number of the Company's shares held
1	[New] Tadashi Takeuchi (July 8, 1967)	<p>April 1993      Joined MORESCO Corporation</p> <p>March 2007      Oyama Sales Manager (Section Manager), Sales Department, Functional Fluids, MORESCO Corporation</p> <p>March 2011      Sales Support Section Manager and Sales Planning Section Manager, Osaka Branch, MORESCO Corporation</p> <p>March 2016      General Manager in charge of Strategy Planning Department, MORESCO Corporation</p> <p>March 2018      General Manager, Human Resources Department, Administrative Division, MORESCO Corporation</p> <p>May 2022        General Manager, Human Resources Department, and General Manager, General Affairs Department, MORESCO Corporation</p> <p>February 2023    General Manager, Human Resources Department, MORESCO Corporation</p> <p>March 2024      General Manager, Internal Audit Department, MORESCO Corporation (current position)</p>	121
<p>[Reasons for nomination as Director who is an Audit and Supervisory Committee Member ]</p> <p>Since joining the Company, Tadashi Takeuchi has gained experience in various departments, including sales, sales planning, sales support, systems, and corporate planning. In 2018, he was appointed General Manager of the Human Resources Department, where he oversaw revisions to the personnel system and management initiatives aimed at strengthening human capital. Since he was appointed General Manager of the Internal Audit Department in 2024, he has conducted operational audits and internal control audits for group companies both in Japan and overseas. He is therefore quite familiar with the business operations of the Company and has knowledge and experience necessary for the sound and proper management of the Company. He has been nominated as a candidate for Director who is an Audit and Supervisory Committee Member of MORESCO Corporation, as we conclude that he will be able to properly perform his duties as a Director who is an Audit and Supervisory Committee Member by leveraging his abundant knowledge and experience.</p>			
2	Mikio Nakajo (March 19, 1963)	<p>April 1998      Registered as attorney, joined the Sawada and Kikui Law Office (now Sawada, Nakajo and Mori Law Office)</p> <p>April 2005      Partner attorney, Sawada and Nakajo Law Office (now Sawada, Nakajo and Mori Law Office)</p> <p>June 2010      External auditor, Nishishiba Electric, Co., Ltd.</p> <p>June 2011      External auditor, Glory Ltd.</p> <p>May 2019      Representative attorney, Sawada, Nakajo and Mori Law Office (current position)</p> <p>June 2019      External auditor, Yamato Kogyo Co., Ltd. (current position)</p>	446

No.	Name (Date of birth)	Personal history, position and duty at the Company, and significant concurrent positions outside the Company		Number of the Company's shares held
		May 2020	Director (Audit and Supervisory Committee Member), MORESCO Corporation (current position)	
	[Reasons for nomination as Outside Director who is an Audit and Supervisory Committee Member and overview of the expected role] Mikio Nakajo has professional knowledge and extensive experience gained over many years as an attorney. Although he has no experience of being directly involved in corporate management, he has management experience as the representative attorney of a law office and has served as the external auditor of companies listed on the Tokyo Stock Exchange and is therefore quite familiar with the auditing operations of listed companies. He was appointed the Company's Director who is an Audit and Supervisory Committee Member in 2020 and has performed auditing and supervision by making use of his experience and knowledge. He has been nominated as a candidate for Outside Director who is an Audit and Supervisory Committee Member of MORESCO Corporation, as we conclude that he will be able to continue to properly perform his duties as an Outside Director who is an Audit and Supervisory Member.			
3	Hiroko Fuji (September 27, 1960)	April 1981	Joined Daimaru Co., Ltd. (currently, Daimaru Matsuzakaya Department Stores Co., Ltd.)	5,441
		May 2011	Executive Officer and General Manager, MD Promotion Department 2, MD Strategy Promotion Office, Daimaru Matsuzakaya Department Stores Co., Ltd.	
		September 2011	Executive Officer and General Manager, Independent Business Unit, MD Strategy Promotion Office, Daimaru Matsuzakaya Department Stores Co., Ltd.	
		April 2013	Executive Officer and Store Manager, Daimaru Osaka Umeda, Daimaru Matsuzakaya Department Stores, Co., Ltd.	
		January 2017	Executive Officer and Store Manager, Daimaru Kobe, Daimaru Matsuzakaya Department Stores, Co., Ltd.	
		January 2020	Executive Officer and Store Manager, Daimaru Sapporo, Daimaru Matsuzakaya Department Stores, Co., Ltd.	
		January 2021	Executive Officer in charge of Special Assignments from President, Daimaru Matsuzakaya Department Stores, Co., Ltd.	
		June 2021	General Manager, Ad Tele-support Division, AD DAISEN Co., Ltd.	
		May 2022	Director, MORESCO Corporation	
		May 2025	Director (Audit and Supervisory Committee Member), MORESCO Corporation (current position)	
	[Reasons for nomination as Outside Director who is an Audit and Supervisory Committee Member and overview of the expected role] Hiroko Fuji served as an executive officer for 10 years at a major department store, which is a group company of a listed corporation, and was deeply involved in the management of the company through working as the store manager of several flagship stores of the department store. She thus has abundant experience and knowledge of corporate management. Although she has no experience of being involved in the management of a company as a director, she has abundant experience of corporate management as an executive officer of a major department store as described above. Since she was appointed Director of the Company in 2022, by making use of her experience and knowledge, she has provided us with guidance and advice on management of the Company and the career development of female employees and female managers of the Company, and has contributed to improving employee engagement and human resource development through dialogue with employees of sales and corporate administration segments. By leveraging her experience and knowledge, she has performed auditing and supervision. She has been nominated as a candidate for Outside Director who is an Audit and Supervisory Committee Member of MORESCO Corporation, as we conclude that she will be able to continue to properly perform her duties as an Outside Director who is an Audit and Supervisory Committee Member.			



- (Notes)
1. There are no particular conflicts of interest between each of the candidates and MORESCO Corporation.
  2. Mikio Nakajo, Hiroko Fuji, and Yukiko Hirazawa are candidates for Outside Directors.
  3. The Company has entered into a directors and officers liability insurance (D&O insurance) contract prescribed in Paragraph 1, Article 430-3 of the Companies Act with an insurance company to cover any damage that may be incurred in association with any liability that directors of the Company (who are the insured) bear with regard to the execution of their duties or any claim filed with regard to such liability (excluding damage, etc. attributable to any act conducted with awareness that it is in violation of any law or regulation).  
Each candidate will be included among the insured of this insurance contract when his/her appointment is approved, and therefore the Company plans to renew the insurance contract with the same content on July 1, 2026, before the expiration of their term of office.
  4. When the election of Tadashi Takeuchi is approved, the Company plans to enter into a contract with him which limits the liability for damages in Paragraph 1, Article 423 of the Companies Act, in accordance with the Articles of Incorporation, pursuant to the provisions of Paragraph 1, Article 427 of the Companies Act. The liability for damages under the said contract shall be limited to the statutory amount.
  5. Special notes related to the candidates for Outside Directors are as follows.
    - (1) Term of office  
The term of office of Mikio Nakajo as an Outside Director who is an Audit and Supervisory Committee Member will be six years at the conclusion of this General Meeting. The term of office of Hiroko Fuji as an Outside Director who is an Audit and Supervisory Committee Member will be one year at the conclusion of this General Meeting, and her term of office as an Outside Director will be four years at the conclusion of this General Meeting..
    - (2) Contract for limitation of liability  
The Company has entered into a contract with Mikio Nakajo and Hiroko Fuji which limits the liability for damages in Paragraph 1, Article 423 of the Companies Act, in accordance with the Articles of Incorporation, pursuant to the provisions of Paragraph 1, Article 427 of the Companies Act. The liability for damages under the said contract is limited to the statutory amount, and the Company plans to continue the same contract if their election is approved. When the election of Yukiko Hirazawa is approved, the Company plans to enter into a contract for limitation of liability with the same content with her.
  6. The Company has registered Mikio Nakajo and Hiroko Fuji as independent officers in accordance with the regulations of Tokyo Stock Exchange, Inc. The Company plans to continue to have the two act as independent officers if their election is approved. When the election of Yukiko Hirazawa is approved, the Company plans to register her as a candidate for an independent officer in accordance with regulations of Tokyo Stock Exchange, Inc.
  7. The number of the Company's shares held by Mikio Nakajo and Hiroko Fuji includes their equity in the MORESCO Officers' stock ownership plan. The number of the Company's shares held by Tadashi Takeuchi includes his equity in the MORESCO employees' stock ownership plan.

[Reference] Skills matrix

The skills matrix below shows a list of knowledge, experience, abilities, etc. of Directors.

	Name	Type	Gender	Age	Corporate management	Sustainability	R&D	Internationality	Sales/marketing	Production	Legal/governance	Finance/accounting
Director	Motohisa Morozumi		Male	64	○	○		○	○			
	Nobuhiro Sewaki		Male	62	○	○		○	○	○		
	Hirofumi Fujimoto		Male	59	○	○		○	○		○	○
	Jiro Hosomi		Male	53	○	○		○	○			
	Katsuhito Fukuda		Male	56	○	○	○					
	Hiroshi Sakai	Outside Independent	Male	64	○	○	○	○				
Director (Audit and Supervisory Committee Member)	Tadashi Takeuchi		Male	58		○			○		○	
	Mikio Nakajo	Outside Independent	Male	63							○	
	Hiroko Fuji	Outside Independent	Female	65	○	○			○			
	Yukiko Hirazawa	Outside Independent	Female	62								○

- (Notes) 1. The above skills matrix does not represent all the knowledge, etc. possessed by the Directors.  
 2. Ages as of the conclusion of the General Meeting are provided.