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Securities code: 6755

May 28, 2021

To Our Shareholders:

Etsuro Saito
President & Representative Director
Fujitsu General Limited
3-3-17, Suenaga, Takatsu-ku, Kawasaki, Japan

CONVOCATION NOTICE OF THE 102ND ORDINARY GENERAL MEETING OF SHAREHOLDERS

Please refer to the below for information about the upcoming of the 102nd Ordinary General Meeting of Shareholders (the “Meeting”) of Fujitsu General Limited (the “Company”).

To prevent the risk of contracting or spreading COVID-19, we recommend that you exercise your voting rights in advance by writing or via the Internet.

Please review the attached “Reference Materials for the General Meeting of Shareholders” and exercise your voting rights no later than 5:00 p.m., Wednesday, June 16, 2021 (Japan Standard Time), in accordance with the guidance on the following pages.

Thank you very much for your cooperation.

- 1. Date and Time:** Thursday, June 17, 2021 at 10:00 a.m. (Japan Standard Time)
- 2. Place:** 3-3-17, Suenaga, Takatsu-ku, Kawasaki, Japan
Hall, second floor, “Innovation & Communication Center (ICC)”,
the Company headquarters
- 3. Meeting Agenda:**
Matters to be reported:
 1. The Business Report and the Consolidated Financial Statements for the 102nd Fiscal Year (April 1, 2020 to March 31, 2021), and the results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
 2. The Non-consolidated Financial Statements for the 102nd Fiscal Year (April 1, 2020 to March 31, 2021)

Matters to be resolved:

- First proposal:** Appropriation of Retained Earnings
- Second proposal:** Election of Eleven (11) Directors
- Third proposal:** Election of One (1) Audit & Supervisory Board Member
- Fourth proposal:** Election of One (1) Substitute Audit & Supervisory Board Member
- Fifth proposal:** Bonus Payments for Directors

4. Guidance for Exercising Voting Rights:

- 1) Exercise of voting rights in writing
Please indicate your approval or disapproval for each of the proposals on the enclosed Voting Rights Exercise Form and send it to the Company to arrive no later than 5:00 p.m., Wednesday, June 16, 2021 (Japan Standard Time).
- 2) Exercise of voting rights via the Internet
Please read the “Guidance for the Exercise of Voting Rights via the Internet” (on page 3) and exercise your voting rights no later than 5:00 p.m., Wednesday, June 16, 2021 (Japan Standard Time).
- 3) If your voting rights are exercised both in writing and via the Internet, we will consider the exercise via the Internet to be valid. In the event that your voting rights are exercised more than once via the Internet, we will consider the last vote to be valid.

5. Disclosure via the Internet:

- 1) In the Consolidated Financial Statements and the Non-consolidated Financial Statements that were audited by the Accounting Auditor and Audit & Supervisory Board Members, “Consolidated Statement of Changes in Net Assets” and “Notes to the Consolidated Financial Statements” and “Non-consolidated Statement of Changes in Net Assets” and “Notes to the Non-consolidated Financial Statements” are posted on the Company’s website (<https://www.fujitsu-general.com/jp/>) in accordance with the laws and regulations and the Company’s Articles of Incorporation, and are not provided in the “Business Report for the 102nd Fiscal Year.”
- 2) Any amendments to the Reference Materials for the General Meeting of Shareholders, the Business Report, the Consolidated Financial Statements and the Non-consolidated Financial Statements will be posted on the Company’s website (<https://www.fujitsu-general.com/jp/>).

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- When attending the Meeting, you will be kindly requested to submit the enclosed Voting Rights Exercise Form at the reception desk at the venue for organizational reasons.
 - The Meeting will be carried out in business casual (“Cool Biz”) and wearing a facial mask on the day. Your kind understanding is appreciated.

< Special Notice to Shareholders >

- To prevent the risk of contracting or spreading COVID-19, we recommend that you exercise your voting rights in advance by writing or via the Internet, instead of attending the meeting in person.
- If you choose to attend the meeting, please check the news updates on the spread of the COVID-19 outbreak in the area and take precautionary measures such as wearing a facial mask when leaving home on the morning of the meeting. And, please note that we will be taking your temperature when you arrive.
- An attending shareholder who looks sick at the entrance to the meeting venue may be stopped and asked to refrain from entering.
- We appreciate your cooperation in helping us run the meeting smoothly and efficiently as we plan to keep it shorter than usual.
- We will notify on the Company’s website (<https://www.fujitsu-general.com/jp/>) any major changes we may need to make to the conducting of the meeting.

Guidance for the Exercise of Voting Rights via the Internet

If you wish to exercise your voting rights via the Internet, we would like you to confirm the followings.

1. Website for Exercising Voting Rights

You can exercise your voting rights via the Internet by accessing and using the Company's designated website, or using a smartphone by scanning "QR code for the Voting Rights Exercise Website for Smartphones" listed on the Voting Rights Exercise Form.

<Website for exercising voting rights> <https://www.web54.net>

2. Method of the Exercise of Voting Rights

(1) For shareholders using a personal computer

After access the above website, please enter the "Voting Rights Exercise Code" and "Password" specified in the enclosed Voting Rights Exercise Form. Then indicate your approval or disapproval for each of the proposals by following the instructions displayed on the screen.

(2) For shareholders using a smartphone

By using your smartphone to scan the "QR code for the Voting Rights Exercise Website for Smartphones" in the enclosed voting form, you can exercise your voting rights via the website without entering your "Voting Rights Exercise Code" and "Password". If you wish to change your vote after casting, please scan the QR code again. You will be required to enter the "Voting Rights Exercise Code" and "Password" displayed on the Voting Rights Exercise Form.

3. Handling of the Exercise of Voting Rights

- (1) The deadline for voting is 5:00 p.m., Wednesday, June 16, 2021 (Japan Standard Time). An early exercise of your vote would be very much appreciated.
- (2) If your voting rights are exercised both in writing and via the Internet, we will consider the exercise via the Internet to be valid. In the event that your voting rights are exercised more than once via the Internet, we will consider the last vote to be valid.
- (3) Any fees to Internet service providers and telecommunication carriers (such as access fees, etc.) for the usage of the website for exercising voting rights shall be borne by the shareholders.
- (4) In some network environments (a personal computer or smartphone, etc.), you may not be able to exercise voting rights.

4. Handling of Password and Voting Rights Exercise Code

- (1) Password is important information to verify whether the person exercising voting rights is a legitimate shareholder. Please maintain the password as strictly confidential in the same manner as a seal or a personal identification number.
- (2) In case you commit more errors than a certain number of tries to input your password, you will not be allowed to use the password. If you would like your password to be reissued, please follow the instruction on the screen for the necessary procedures.
- (3) Voting Rights Exercise Code indicated on the Voting Rights Exercise Form is valid only for this Meeting.

5. In Case You Need Instructions to Operate Your Personal Computer, etc.

- (1) In case you need instructions for how to operate your personal computer, etc., in order to exercise your voting rights, please call the following number:

Dedicated number of Stock Transfer Agent Web Support, Sumitomo Mitsui Trust Bank, Limited
Telephone: 0120 (652) 031 (Business hours: 9:00 a.m. to 9:00 p.m.; toll free within Japan only)

- (2) If you have any other inquiries, please use the following contacts:

a. Shareholders with an account at a securities company

For a shareholder who has an account at a securities company, please contact the securities company that handles your transactions.

b. Shareholders who do not have an account at a securities company (shareholders with a special account)

Stock Transfer Agency Business Planning Dept, Sumitomo Mitsui Trust Bank, Limited.
Telephone: 0120 (782) 031 (Business hours: 9:00 a.m. to 5:00 p.m. excluding Saturdays, Sundays, and public holidays; toll free within Japan only)

6. Exercise of Voting Rights via the Electronic Voting Rights Exercise platform (for institutional investors)

Institutional investors may use the electronic voting rights exercise platform operated by ICJ, Inc. to electronically exercise the voting rights for the Meeting.

Reference Materials for the General Meeting of Shareholders

Proposals and Reference Information

First proposal: Appropriation of Retained Earnings

As for the Appropriation of Retained Earnings, it is proposed as follows.

Matters relating to year-end dividends

For the fiscal year under review, based on consideration of business results and financial conditions in the fiscal year under review, future business development and other matters, a year-end dividend of ¥15 is proposed under the Company's basic policy on profit distribution to provide stable and continual return of profit. Including the interim dividend (¥15 per share), the annual dividend is ¥30, an increase of ¥2 per share from the previous fiscal year.

1) Type of dividends

Cash

2) Dividend amount to be allocated

Per share of common stock: ¥15

Total dividends: ¥1,569,704,685

3) Effective date of dividends from retained earnings

June 18, 2021

Second proposal: Election of Eleven (11) Directors

The term of office of all ten (10) Directors will expire at the close of this Meeting. Accordingly, it is hereby proposed that eleven (11) Directors be elected with an increase of one (1) Independent External Director. The candidates for Directors are as follows.

The nomination of candidates for Director is deliberated and decided by the Board of Directors after deliberation carried out in meetings of the Nominating Committee, a majority of whose members are Independent External Directors and reporting to the Board of Directors.

The candidates for Internal Director are people who not only understand and embody the Group's corporate mission and philosophy but also possess good personality and insight, and have the capacity to use their expertise and execute their duties from a company-wide perspective. The candidates for External Director are people who carry out supervisory functions of management while also providing advice for the Company's business activities based on each of their extensive experiences and high level of insight from an external independent standpoint.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Etsuro Saito (April 2, 1954)	<p>April 1977 Joined the Company</p> <p>December 2008 General Manager, VRF/ATW Sales & Marketing Division</p> <p>April 2009 Corporate Vice President</p> <p>April 2011 Corporate Senior Vice President</p> <p>April 2015 Corporate Senior Executive Vice President</p> <p>June 2015 President & Representative Director</p> <p>December 2020 President & Representative Director CSO (Chief Sustainability Officer) (to present)</p>	16,673 shares
2	Hiroshi Niwayama (February 22, 1955)	<p>April 1977 Joined the Company</p> <p>October 2001 General Manager, Finance Division and General Manager, Accounting Division</p> <p>June 2004 Director</p> <p>April 2006 Director & Corporate Vice President</p> <p>April 2007 Director & Corporate Senior Vice President</p> <p>April 2010 Director & Corporate First Senior Vice President</p> <p>April 2011 Director & Corporate Executive Vice President</p> <p>April 2015 Director & Corporate Senior Executive Vice President</p> <p>June 2018 Vice President & Representative Director, in charge of Corporate Functions (to present)</p>	29,348 shares

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Hisashi Sakamaki (March 6, 1940) [External/Independent]	<p>January 1967 Joined Canon Camera Co., Inc. (currently Canon Inc.)</p> <p>January 1987 General Manager, Systems Operations, Canon Inc.</p> <p>March 1989 Director, Canon Inc.</p> <p>March 1996 Managing Director, Canon Inc.</p> <p>March 1999 President & CEO, Canon Electronics Inc.</p> <p>May 2010 External Director, Ryohin Keikaku Co., Ltd.</p> <p>June 2015 Director, the Company (to present)</p> <p>June 2016 External Director, Yaoko Co., Ltd. (to present)</p> <p>March 2021 Chairman & CEO, Canon Electronics Inc. (to present)</p> <p><Significant concurrent positions> Chairman & CEO, Canon Electronics Inc. External Director, Yaoko Co., Ltd.</p>	0 shares
4	Fumiaki Terasaka (April 12, 1949) [External/Independent]	<p>April 1972 Joined Sapporo Breweries Limited (currently Sapporo Holdings Limited)</p> <p>October 2002 Director, Kyushu Sales & Marketing Division, Sapporo Breweries Limited</p> <p>March 2004 Operating Officer, Sapporo Breweries Limited (newly established company)</p> <p>September 2004 Director and Managing Officer, Sapporo Breweries Limited</p> <p>March 2005 Director and Executive Managing Officer, Sapporo Breweries Limited</p> <p>March 2009 Executive Managing Officer, Sapporo Breweries Limited</p> <p>March 2010 President and Representative Director, Sapporo Breweries Limited Member of the Board, Managing Director and Group Operating Officer, Sapporo Holdings Limited</p> <p>March 2013 Senior Advisor, Sapporo Breweries Limited</p> <p>March 2014 Advisor, Sapporo Breweries Limited</p> <p>November 2015 External Audit & Supervisory Board Member, DAISYO CORPORATION (to present)</p> <p>June 2017 Director, the Company (to present)</p> <p>June 2017 External Director, Citizen Watch Co., Ltd. (to present)</p> <p><Significant concurrent positions> External Director, Citizen Watch Co., Ltd. External Audit & Supervisory Board Member, DAISYO CORPORATION</p>	1,300 shares

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	Mieko Kuwayama (March 30, 1948) [External/Independent]	<p>April 1970 Joined Shiseido Company, Limited</p> <p>April 2004 General Manager, CSR Department, Shiseido Company, Limited</p> <p>April 2008 Part-time Lecturer, Faculty of Economics, Komazawa University</p> <p>April 2009 Senior Researcher, Business Ethics Research Center</p> <p>June 2012 Specially Appointed Professor, Graduate School of Law, Hitotsubashi University</p> <p>April 2015 Visiting Researcher, Research Center for CFO Education, Hitotsubashi University (to present)</p> <p>April 2015 Visiting Researcher, Mission Management Research Institute, Meiji University</p> <p>June 2017 Director, the Company (to present)</p> <p>April 2018 Chief Researcher, Business Ethics Research Center (to present)</p> <p>June 2018 External Director, HAZAMA ANDO CORPORATION (to present)</p> <p><Significant concurrent positions> Visiting Researcher, Research Center for CFO Education, Hitotsubashi University Chief Researcher, Business Ethics Research Center External Director, HAZAMA ANDO CORPORATION</p>	900 shares
6	Osami Maehara (May 25, 1955) [New Candidate] [External/Independent]	<p>April 1978 Joined the Company</p> <p>August 1983 Joined Hitachi Koki Co., Ltd. (currently Koki Holdings Co., Ltd.)</p> <p>June 2006 General Manager, Corporate Planning Division, Hitachi Koki Co., Ltd.</p> <p>June 2008 Director, Hitachi Koki Co., Ltd.</p> <p>June 2012 Managing Director, Hitachi Koki Co., Ltd.</p> <p>June 2013 Senior Managing Director, Hitachi Koki Co., Ltd.</p> <p>June 2014 President & Representative Director, Hitachi Koki Co., Ltd.</p> <p>April 2019 Chairman, Koki Holdings Co., Ltd.</p> <p>August 2020 External Director, Audit & Supervisory Committee Member, UMC Electronics Co., Ltd.</p> <p><Significant concurrent positions> External Director, Audit & Supervisory Committee Member, UMC Electronics Co., Ltd.</p>	0 shares
7	Hirohisa Yamaguchi (October 9, 1960) [External]	<p>April 1983 Joined Fujitsu Limited</p> <p>April 2015 Head of Innovation Business Unit, Fujitsu Limited</p> <p>April 2016 Corporate Vice President, Fujitsu Limited</p> <p>April 2018 Corporate Senior Vice President, Fujitsu Limited (to present)</p> <p>June 2019 Director (to present)</p> <p><Significant concurrent positions> Corporate Senior Vice President, Fujitsu Limited</p>	0 shares

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
8	Tsunenao Kosuda (March 5, 1955)	<p>April 1978 Joined the Company</p> <p>June 2002 General Manager, Sales Planning Department, Domestic Whole Sales Promotion Division</p> <p>June 2005 Director</p> <p>April 2006 Director & Corporate Vice President</p> <p>June 2006 Corporate Vice President</p> <p>April 2009 Corporate Senior Vice President</p> <p>June 2010 Director & Corporate Senior Vice President</p> <p>April 2011 Director & Corporate First Senior Vice President</p> <p>April 2013 Director & Corporate Executive Vice President</p> <p>April 2018 Director & Corporate Senior Executive Vice President, in charge of Domestic Sales and Marketing, and President, Office of Domestic Sales and Marketing (to present)</p>	23,927 shares
9	Tadashi Hasegawa (September 29, 1964)	<p>April 1988 Joined Fujikoki Corporation</p> <p>May 1997 Joined the Company</p> <p>April 2014 Director & Senior Vice General Manager, Fujitsu General Central Air-conditioner (Wuxi) Co., Ltd.</p> <p>April 2015 Corporate Vice President, the Company</p> <p>April 2017 Corporate Senior Vice President</p> <p>June 2018 Director & Corporate Senior Vice President</p> <p>April 2019 Director & Corporate First Senior Vice President</p> <p>April 2020 Director & Corporate Executive Vice President, in charge of Air Conditioner and Quality Assurance, President, Office of Air Conditioner Business, and General Manager, Air Conditioner Products Planning Division (to present)</p>	3,145 shares
10	Hiroyuki Yokoyama (October 14, 1962)	<p>April 1986 Joined the Company</p> <p>October 2007 General Manager, Global Demand Chain Management Division, Office of Global Demand Chain Management</p> <p>April 2009 Corporate Vice President</p> <p>April 2014 Corporate Senior Vice President</p> <p>June 2017 Director & Corporate Senior Vice President</p> <p>April 2019 Director & Corporate First Senior Vice President</p> <p>April 2021 Director & Corporate First Senior Vice President, President, Office of International Sales and Marketing, General Manager, Global Marketing Division, and Chairman & CEO, Fujitsu General America, Inc., President, Fujitsu General Central Air- conditioner (Wuxi) Co., Ltd., and President, Fujitsu General (Taiwan) Co., Ltd. (to present)</p>	8,060 shares

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
11	Masaki Sugiyama (January 10, 1959)	<p>April 1981 Joined the Company</p> <p>April 2011 General Manager, Information & Communication Networking System Division</p> <p>April 2016 Corporate Vice President,</p> <p>June 2016 Director & Corporate Vice President</p> <p>April 2018 Director & Corporate Senior Vice President</p> <p>April 2019 Director & Corporate First Senior Vice President</p> <p>May 2019 Director & Corporate First Senior Vice President, in charge of Information & Communication System, and President, Office of Information & Communication System, and President & Representative Director, Fujitsu General OS Technology Limited (to present)</p>	4,360 shares

- (Notes)
1. Mr. Hisashi Sakamaki, Mr. Fumiaki Terasaka, Ms. Mieko Kuwayama, Mr. Osami Maehara and Mr. Hirohisa Yamaguchi are candidates for External Directors.
 2. The Company has designated Mr. Hisashi Sakamaki, Mr. Fumiaki Terasaka and Ms. Mieko Kuwayama as Independent Directors prescribed by the Tokyo Stock Exchange, and their names have been notified to the said stock exchange as Independent Directors of the Company. In addition, Mr. Osami Maehara satisfies the requirements of an Independent Director prescribed by the Tokyo Stock Exchange, and his name will be notified to the said stock exchange as an Independent Director of the Company. Although he has worked for the Company in the past, 37 years have passed since his retirement. Accordingly, the Company judges that the foregoing will not affect Mr. Maehara's independence as an Independent External Director.
 3. Fujitsu Limited, where Mr. Hirohisa Yamaguchi serves as a Corporate Senior Vice President is the Company's largest shareholder, and the Company is an affiliate of Fujitsu Limited accounted for under the equity method. The Company and Fujitsu Limited have transaction relationships such as contract manufacturing and sales of information and communication devices.
 4. Mr. Hisashi Sakamaki serves as Chairman & CEO of Canon Electronics Inc., and has extensive experience and insight in corporate management, as well as technology, production, purchasing, etc. related to electronic devices. Based on this experience and insight, he provides appropriate advice and opinions from an external perspective and appropriately carries out supervisory functions of management, including role as a member of the voluntary Nominating Committee and Compensation Committee. Accordingly, he is proposed again as a candidate for External Director.
 5. Mr. Fumiaki Terasaka has served as President & Representative Director of Sapporo Breweries Limited, and has extensive experience and insight in corporate management, as well as sales, marketing and personnel development. Based on this experience and insight, he provides appropriate advice and opinions from an external perspective and appropriately carries out supervisory functions of management, including role as the chairman of the voluntary Nominating Committee and Compensation Committee. Accordingly, he is proposed again as a candidate for External Director.
 6. Ms. Mieko Kuwayama has gained extensive business experience, such as by serving as General Manager of the CSR Department at Shiseido Company, Limited, as well as insight as a researcher in specialized fields such as CSR, business ethics, and diversity management at universities. Based on this experience and insight, she provides appropriate advice and opinions from an external perspective and appropriately carries out supervisory functions of management, including role as a member of the voluntary Nominating Committee and Compensation Committee. Accordingly, she is proposed again as a candidate for External Director.
 7. Mr. Osami Maehara has served as President & Representative Director of Hitachi Koki Co., Ltd. (currently Koki Holdings Co., Ltd.), and has extensive experience and insight in corporate management, as well as business expansion through M&A and overseas work as President of a sales subsidiary. Based on this experience and insight, he is expected to provide appropriate advice and opinions from an external perspective and appropriately carry out supervisory functions of management, including activities as a member of the voluntary Nominating Committee and Compensation Committee. Accordingly, he is proposed as a candidate for External Director.
 8. Mr. Hirohisa Yamaguchi serves as a Corporate Senior Vice President of Fujitsu Limited and has extensive experience in business utilizing ICT and insight in advanced digital technology. Based on this experience

and insight, he provides appropriate advice and opinions from an external perspective and appropriately carries out supervisory functions of management. Accordingly, he is proposed again as a candidate for External Director.

9. Mr. Hisashi Sakamaki, Mr. Fumiaki Terasaka, Ms. Mieko Kuwayama and Mr. Hirohisa Yamaguchi are currently External Directors of the Company. At the close of this Meeting, Mr. Hisashi Sakamaki will have served as External Directors for six (6) years, and Mr. Fumiaki Terasaka and Ms. Mieko Kuwayama for four (4) year, and Mr. Hirohisa Yamaguchi for two (2) year, respectively.
10. Mr. Hisashi Sakamaki, Mr. Fumiaki Terasaka, Ms. Mieko Kuwayama and Mr. Hirohisa Yamaguchi are currently External Directors of the Company. The Company has concluded an agreement with them to limit their liability amount to the minimum liability limit amount as provided for by Article 425, Paragraph 1 of the Japanese Companies Act. Should the re-election of Mr. Hisashi Sakamaki, Mr. Fumiaki Terasaka, Ms. Mieko Kuwayama and Mr. Hirohisa Yamaguchi be approved, the Company plans to continue said limited liability agreement with each of them. In addition, should the election of Mr. Osami Maehara be approved, the Company plans to conclude the same agreement to limit liability.
11. The Company has concluded a directors and officers liability insurance (D&O insurance) agreement with an insurance company as provided for by Article 430-3, Paragraph 1 of the Japanese Companies Act. The insurance agreement covers damages that may arise when the insured, including Directors of the Company, assume liability for the execution of their duties or are subject to a claim for the pursuit of said liability (However, the insurance agreement does not cover damages arising from actions taken by the insured with the knowledge that they were in violation of laws and regulations). If any candidates are appointed as Directors and assumed the office, the Company plans to insure them under the insurance agreement. At the time of the next renewal of the insurance agreement, the Company plans to renew it with the same content.
12. There are no special interests between any of the candidates and the Company.

Third proposal: Election of One (1) Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Member, Mr. Komei Fujii will expire at the conclusion of this Meeting. Accordingly, it is hereby proposed that one (1) Audit & Supervisory Board Member be elected. The candidate for Audit & Supervisory Board Member is as follows.

The Audit & Supervisory Board consented to the proposal of this resolution.

The nomination of candidate for Audit & Supervisory Board Member is deliberated and decided by the Board of Directors upon approval of the Audit & Supervisory Board after receiving advice from the Independent External Directors.

The candidate for Audit & Supervisory Board Member is person who either possesses good personality and insight and has understood corporate management and the Company's business, or who has extensive expertise and experience in areas such as accounting.

Name (Date of birth)	Career summary, positions, and significant concurrent positions	Number of shares of the Company held
Yoshinobu Miyajima (August 23, 1958) [New Candidate]	<p>April 1981 Joined the Company</p> <p>December 2009 General Manager, Air Conditioner Business Administration Division, and Deputy General Manager, Finance and Accounting Division</p> <p>April 2010 Corporate Vice President</p> <p>April 2014 Corporate Senior Vice President</p> <p>April 2021 Adviser (to present)</p>	14,106 shares

- (Notes) 1. The Company has concluded a directors and officers liability insurance (D&O insurance) agreement with an insurance company as provided for by Article 430-3, Paragraph 1 of the Japanese Companies Act. The insurance agreement covers damages that may arise when the insured, including Audit & Supervisory Board Members of the Company, assume liability for the execution of their duties or are subject to a claim for the pursuit of said liability (However, the insurance agreement does not cover damages arising from actions taken by the insured with the knowledge that they were in violation of laws and regulations). If Mr. Yoshinobu Miyajima is appointed as an Audit & Supervisory Board Member and assumed the office, the Company plans to insure them under the insurance agreement. At the time of the next renewal of the insurance agreement, the Company plans to renew it with the same content.
2. There are no special interests between Mr. Yoshinobu Miyajima and the Company.

(Reference) Area of expertise the Company expects from directors and Audit & Supervisory Board Members in particular (plan after the conclusion of the General Meeting of Shareholders)

This is an important area in promoting “Sustainable Management”, which aims to contribute to the growth and development of our business and the realization of a sustainable society over the medium to long term.

In addition, for the below table, the Company has decided by resolution of the Board of Directors in accordance with the content of the resolution of the Nominating Committee, a majority of whose members are Independent External Directors.

	Name	Positions	Attributes	Area of expertise the Company expects from candidates in particular							
				Corporate management	Global experience	Manufacturing, Technology	Sales, Marketing	ICT, DX	Finance, Accounting, M&A	Legal affairs, Risk management	Personnel development, Organizational invigoration, Diversity
Directors	Etsuro Saito	President & Representative Director		○	○						○
	Hiroshi Niwayama	Vice President & Representative Director		○					○	○	
	Hisashi Sakamaki	Director	【External】 【Independent】	○	○	○					
	Fumiaki Terasaka	Director	【External】 【Independent】	○			○				○
	Mieko Kuwayama	Director	【External】 【Independent】				○			○	○
	Osami Maehara	Director	【External】 【Independent】	○	○				○		
	Hirohisa Yamaguchi	Director	【External】	○			○	○			
	Tsunenao Kosuda	Director		○			○				
	Tadashi Hasegawa	Director			○	○					
	Hiroyuki Yokoyama	Director		○			○				
Masaki Sugiyama	Director		○				○				
Audit & Supervisory Board Members	Akira Inoue	Full-time Audit & Supervisory Board Member	【External】 【Independent】						○	○	
	Yoshinobu Miyajima	Full-time Audit & Supervisory Board Member							○	○	
	Youichi Hirose	Audit & Supervisory Board Member	【Independent】						○	○	

* A maximum of three (3) sought-after areas are indicated for each individual. The table is not indicative of all the insight and experience possessed by each individual.

Fourth proposal: Election of One (1) Substitute Audit & Supervisory Board Member

The effective tenure of substitute Audit & Supervisory Board Member Mr. Yasuo Nishimura, who was elected at the 101st Ordinary General Meeting of Shareholders held on June 17, 2020, will expire at the start of this Meeting. In this regard, in order to prepare for a case in which the number of Audit & Supervisory Board Members falls short of the number stipulated by laws and regulations, it is hereby proposed that one (1) substitute Audit & Supervisory Board Member be elected in advance.

The candidate for substitute Audit & Supervisory Board Member is as follows.

The Audit & Supervisory Board consented to the proposal of this resolution.

Name (Date of birth)	Career summary, positions, and significant concurrent positions	Number of shares of the Company held
Yasuo Nishimura (August 29, 1952)	April 1985 Registered to Dai-ichi Tokyo Bar Association Joined Sengoku Law Office June 2000 Audit & Supervisory Board Member, JOHNAN ACADEMIC PREPARATORY INSTITUTE, INC. August 2001 Established Akasaka City Law Office, Partner June 2015 External Director (the Member of Audit & Supervisory Committee), JOHNAN ACADEMIC PREPARATORY INSTITUTE, INC. (to present) August 2018 Established Nishimura Machida Law Office, Partner (to present) <Significant concurrent positions> Partner of Nishimura Machida Law Office External Director (the Member of Audit & Supervisory Committee), JOHNAN ACADEMIC PREPARATORY INSTITUTE, INC.	0 shares

- (Notes)
1. Mr. Yasuo Nishimura is a candidate for substitute External Audit & Supervisory Board Member.
 2. Mr. Yasuo Nishimura satisfies the requirements for an Independent Officer as prescribed by the Tokyo Stock Exchange. If he assumes office as an External Auditor, the Company intends to notify him as an Independent Officer.
 3. Mr. Yasuo Nishimura has extensive experience and a high level of insight in the field of corporate law as an attorney, and an officer at another company. Accordingly, the Company considers that he is capable of appropriately and effectively auditing and supervising the business execution of the Company, and proposes him as a candidate for substitute Audit & Supervisory Board Member.
 4. If Mr. Yasuo Nishimura is appointed as an Audit & Supervisory Board Member, the Company will conclude an agreement with him to limit his liability amount to the minimum liability amount as provided for by in Article 425, Paragraph 1 of the Japanese Companies Act.
 5. There are no special interests between Mr. Yasuo Nishimura and the Company.

Fifth proposal: Bonus Payments for Directors

It is proposed that bonuses of ¥74,788 thousand in total be paid to six (6) Executive Directors who were in service as of the end of the fiscal year under review, in view of the operating results of this fiscal year, and other circumstances.

In addition, it is proposed that specific monetary amounts provided to each Director be determined by the Board of Directors.

The Company has decided on a policy regarding remuneration for Directors, etc., by resolution of the Board of Directors in accordance with the content of the resolution of the Compensation Committee, a majority of whose members are Independent External Directors. The bonus payments corresponding to this proposal are consistent with this policy and have been deemed appropriate.