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> (Securities code: 6345) May 31, 2022

To Shareholders with Voting Rights:

Toshiya Yamagishi President and Director AICHI CORPORATION 1152-10 Ryoke, Ageo-shi, Saitama, Japan

NOTICE OF THE 74TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

Please be informed that the 74th Ordinary General Meeting of Shareholders of the Company will be held for the purposes as described below.

In order to prevent the spread of coronavirus disease (COVID-19), we would like to encourage our shareholders to refrain from attending the meeting, and exercise your voting rights in writing or by electromagnetic means (Internet). Please review the Reference Documents for the General Meeting of Shareholders described hereinafter, and exercise your voting rights by 5:30 p.m. on Thursday, June 16, 2022, Japan time.

1. Date and Time:	Friday, June 17, 2022 at 10:00 a.m., Japan time				
2. Place:	The Company's Head Office, 1152-10 Ryoke, Ageo-shi, Saitama, Japan (Please see the brief map attached at the end of this notice.)				
3. Meeting Agenda:					
Matters to be reported:	 The Business Report and Consolidated Financial Statements for the 74th Fiscal Year (April 1, 2021 - March 31, 2022) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements Non-consolidated Financial Statements for the 74th Fiscal Year (April 1, 2021 - March 31, 2022) 				
Proposals to be resolved	:				
Proposal No. 1:	Partial Amendments to the Articles of Incorporation				
Proposal No. 2:	Election of 4 Directors (excluding Directors serving as Audit and Supervisory Committee Members)				
Proposal No. 3:	Election of 4 Directors serving as Audit and Supervisory Committee Members				

- For those attending, please present the enclosed ballot form at the reception desk on arrival at the meeting. Please also bring this Notice with you to the meeting as meeting material.
- "Consolidated Statement of Changes in Net Assets" and the "Notes to the Consolidated Financial Statements" in the Consolidated Financial Statements and the "Non-consolidated Statement of Changes in Net Assets" and the "Notes to the Non-consolidated Financial Statements" in the Non-consolidated Financial Statements are posted on the Company's web site (https://www.aichi-corp.co.jp), in accordance with laws and regulations as well as Article 15 of the Articles of Incorporation of the Company, and they are not included in the attachment to this Notice. Therefore, the documents attached to this Notice are part of the Consolidated Financial Statements and Non-consolidated Financial Statements and the part of Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit and Supervisory Committee in preparing the Audit Report.
- If any revisions are made to the Reference Documents for the General Meeting of Shareholders and the attached documents, the revised contents will be posted on the Company's website (https://www.aichi-corp.co.jp).
- There are concerns over the spread of COVID-19 infection. For our attending shareholders, we request you to check your physical conditions, and give consideration to the measures to prevent the spread of COVID-19, such as wearing a mask. If you are not feeling well, please exercise your voting rights in advance in writing or by electromagnetic means (Internet), and refrain from attending the meeting. At the venue, officers and operating staff will be wearing masks, and may take necessary measures (we may limit the number of shareholders allowed to enter the venue to ensure spaces between shareholders and ask you not to enter the venue, or in case of shareholders with fever or cough symptoms, we may ask you not to enter the venue or leave the venue, or shorten the meeting, etc.) to prevent the spread of COVID-19 infection. We appreciate your cooperation.
- We will not be giving souvenirs and will cancel showcasing our products. We would appreciate your understanding.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Partial Amendments to the Articles of Incorporation

1. Purpose of the amendments

- (1) The amended provisions stipulated in the proviso of Article 1 of the supplementary provisions of the "Act Partially Amending the Companies Act" (Act No. 70 of 2019) will be enforced on September 1, 2022. Accordingly, in order to enable the electronic provision of materials for general meetings of shareholders, The Company proposes to establish Article 15 (Measures for Electronic Provision) of the proposed amendments. This will enable the electronic provision of materials for general meetings of shareholders, and the limitation of the scope of matters to be included in the paper copy sent to shareholders who have requested it.
- (2) The Company proposes to delete Article 15 (Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, etc.) of the current Articles of Incorporation, which will become redundant.
- (3) In line with the above establishment and deletion of the provisions, the Company proposes to establish supplementary provisions related to the effective date, etc.

2. Description of the amendments

Description of the amendments is as follows.

(Amended parts are underlined.) Current Articles of Incorporation Proposed amendments Chapter III. General Meeting of Shareholders Chapter III. General Meeting of Shareholders (Internet Disclosure and Deemed Provision of Reference Documents, etc. for the General Meeting of Shareholders) Article 15. The Company may, when convening a (Deleted) General Meeting of Shareholders, deem that it has provided information to shareholders pertaining to matters to be described or indicated in the reference materials for the General Meeting of Shareholders, business report, non-consolidated financial statements, and consolidated financial statements, by disclosing such information through the Internet in accordance with the provisions stipulated in the Ordinance of the Ministry of Justice. (Measures for Electronic Provision) Article 15. The Company shall, when convening a (Newly established) General Meeting of Shareholders, provide information contained in the reference documents, etc., for the General Meeting of Shareholders electronically. 2. Among the matters to be provided electronically, the Company may choose not to include all or part of the matters in the paper copy to be sent to shareholders who have requested it by the record date for voting rights. Such matters are stipulated in the Ordinance of the Ministry of Justice.

Current Articles of Incorporation	Proposed amendments
Supplementary Provisions	Supplementary Provisions
 (Transitional Measures Concerning the Exemption of Corporate Auditors from Liability, etc.) By resolution of the Board of Directors, the Company may exempt Corporate Auditors (or persons who previously served as Corporate Auditors) designated under Article 423, Paragraph 1 of the Companies Act from liability for damages arising from actions that occurred prior to the conclusion of the 70th Ordinary General Meeting of Shareholders held in June 2018, within the limits of laws and regulations. 2. The provisions of Article 39 of the Articles of Incorporation prior to amendment at the 70th 	 (Transitional Measures Concerning the Exemption of Corporate Auditors from Liability, etc.) <u>Article 1.</u> By resolution of the Board of Directors, the Company may exempt Corporate Auditors (or persons who previously served as Corporate Auditors) designated under Article 423, Paragraph 1 of the Companies Act from liability for damages arising from actions that occurred prior to the conclusion of the 70th Ordinary General Meeting of Shareholders held in June 2018, within the limits of laws and regulations. 2. The provisions of Article 39 of the Articles of Incorporation prior to amendment at the 70th
 Ordinary General Meeting of Shareholders held in June 2018 shall still apply to contracts to limit the liability for damages of Corporate Auditors (or persons who previously served as Corporate Auditors) arising from actions that occurred prior to the conclusion of that General Meeting of Shareholders. Such contracts are stipulated in Article 423, Paragraph 1 of the Companies Act. 3. <u>These Supplementary Provisions</u> shall be deleted on June 20, 2028. 	 Ordinary General Meeting of Shareholders held in June 2018 shall still apply to contracts to limit the liability for damages of Corporate Auditors (or persons who previously served as Corporate Auditors) arising from actions that occurred prior to the conclusion of that General Meeting of Shareholders. Such contracts are stipulated in Article 423, Paragraph 1 of the Companies Act. <u>This Article</u> shall be deleted on June 20, 2028. (<u>Transitional Measures Concerning the Electronic</u> <u>Provision of Materials for the General Meeting of</u> Shareholders)
(Newly established)	 <u>Article 2. The deletion of Article 15 (Internet</u> <u>Disclosure and Deemed Provision of Reference</u> <u>Documents, etc. for the General Meeting of</u> <u>Shareholders) of the current Articles of</u> <u>Incorporation and the establishment of the</u> <u>proposed Article 15 (Measures for Electronic</u> <u>Provision) shall come into effect on September 1,</u> <u>2022 (the "Effective Date"), which is the date of</u> <u>enforcement of the amended provisions stipulated</u> <u>in the proviso of Article 1 of the supplementary</u> <u>provisions of the Act Partially Amending the</u> <u>Companies Act (Act No. 70 of 2019).</u> <u>Notwithstanding the provisions of the preceding</u> <u>paragraph, Article 15 of the current Articles of</u> <u>Incorporation shall remain in force with respect to</u> <u>a General Meeting of Shareholders to be held on a</u> <u>date within six months from the Effective Date.</u> <u>This article shall be deleted after the lapse of six</u> <u>months from the Effective Date or the lapse of</u> <u>three months from the date of the General Meeting</u> <u>of Shareholders set forth in the preceding</u> <u>paragraph, whichever is later.</u>

Proposal No. 2: Election of 4 Directors (excluding Directors serving as Audit and Supervisory Committee Members)

The terms of office of all 3 incumbent Directors (excluding Directors serving as Audit and Supervisory Committee Members) will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of 4 Directors (excluding Directors serving as Audit and Supervisory Committee Members).

This proposal has been determined after exchanges of opinions and confirmation of the contents by the Nomination and Compensation Advisory Committee, and the Audit and Supervisory Committee has judged that all candidates in this proposal are suitable for Directors of the Company, based on the status of duty execution and performance of each candidate in the fiscal year under review, as well as each candidate's career experience.

The candidates for Director (excluding Directors serving as Audit and Supervisory Committee Members) are as follows.

No.		Name	Positions and responsibilities at the Company (important concurrent positions)	Number of years served as Director (at the conclusion of this Meeting)	Attendance at the Board of Directors meetings
1	Toshiya Yamagishi	(Reappointment)	President and Representative Director	3 years	13/13 meetings held (100%)
2	Hideo Yamamoto	(Reappointment)	Director Head of General Affairs Department, Sales Division and Affiliated Companies	1 year	10/10 meetings held (100%)
3	Koichi Anzai	(New appointment)	Managing Officer In charge of Quality Control Division and Production Management Division	-	-
4	Takuo Sasaki	(New appointment)	- (Executive Vice President of Toyota Industries Corporation Outside Director of UMC Electronics Co., Ltd.)	-	-

Notes: 1. No material conflicts of interests exist between the Company and any of the above candidates.

- 2. Mr. Toshiya Yamagishi and Mr. Takuo Sasaki have been business executors of Toyota Industries Corporation, which has a special relationship with the Company (parent company) during the last ten years. Their positions and responsibilities at Toyota Industries Corporation during the last ten years are indicated in "Career summary, positions, responsibilities and important concurrent positions."
- 3. The Company has concluded a directors and officers liability insurance contract with an insurance company, as prescribed in Article 430-3, Paragraph 1 of the Companies Act, which insures its Directors, etc., to cover damages that may arise when an insured person becomes liable in connection with the execution of his/her duties or receives claims related to the pursuit of such liability. If each candidate assumes the position of Director, he or she will be the insured person under the insurance contract, and the Company will renew the insurance contract with the same content during their terms of office.
- 4. If Mr. Takuo Sasaki is elected, the Company will conclude a Liability Limitation Agreement with him as stipulated in Article 423, Paragraph 1 of the Companies Act. The liability limit under the agreement shall be the amount stipulated in Article 425, Paragraph 1 of the Act.

No.	Name (Date of birth)	Career summary,	positions, responsibilities and important concurrent positions	Number of Company shares held
		April 1982 June 2008	Joined Toyoda Automatic Loom Works, Ltd. (present Toyota Industries Corporation) Executive Officer of Toyota Industries	shares held
	Toshiya Yamagishi (September 14, 1959)	June 2011	Corporation President, Toyota Industries North America, Inc.	
	[Reappointment]		President, Toyota Industrial Equipment Manufacturing, Inc.	
	Attendance at the Board of Directors meetings:	June 2012	Chairman, Toyota Material Handling North America, Inc.	46,432
	13/13 meetings held (100%)	June 2016	Managing Officer, Toyota Industries Corporation	shares
1	Number of years served as Director (at the conclusion of this Meeting): 3 years	June 2019 June 2020	Senior Managing Director and Representative Director of the Company, Head of the Planning and Administration Division and Head of the Sales Division President and Representative Director of the Company (to the present)	
		[Important concu None	rrent positions]	
	experience and high leve excellent character and in		ling all aspects of corporate management, in add Joined the Company	ition to his
		April 2012	General Manager in charge of Domestic Sales Department of the Company	
	Hideo Yamamoto (September 19, 1958)	January 2014	Branch Manager, Chushikoku Branch of the Company	
	[Reappointment]	August 2016 June 2017	Branch Manager, Chubu Branch of the Company	
	Attendance at the Board of Directors meetings:	June 2017	Executive Officer of the Company Managing Officer of the Company, supervising Sales Division	4,330
•	10/10 meetings held (100%)	June 2020	Managing Officer of the Company, in charge of Sales Division and Affiliated	shares
2	Number of years served as Director (at the conclusion of this Meeting): 1 year	June 2021	Companies Director of the Company, Head of the General Affairs Department, Sales Division and Affiliated Companies (to the present)	
		[Important concu None	urrent positions]	
	re-nominate him as a car	s a candidate for l nanagement of the ndidate for Directo e sales division at	e Company and contributed to enhancing corpora or due to his in-depth knowledge, acquired throu the Company, and extensive experience in the C	gh many

No.	Name (Date of birth)	Career sum	mary, positions, responsibilities and important concurrent positions	Number of Company shares held
		April 1984	Joined the Company	shares held
		March 2008 July 2014	General Manager, Procurement Department of the Company Executive Officer of the Company	
	Koichi Anzai (August 11, 1961)	June 2016	Director of the Company, supervising Production Technology Division and Procurement Division	
	[New appointment]	June 2017	Managing Officer of the Company, supervising Technology and Development	
	Attendance at the Board		Division	
	of Directors meetings: -	June 2019	Managing Officer of the Company, supervising Information Systems Division and Technology and Development Division	6,703 shares
3	Number of years served as Director (at the	June 2020	Managing Officer of the Company, in charge of Technology and Development Division	
	conclusion of this Meeting): -	June 2021	Managing Officer of the Company, in charge of Quality Control Division and Production Management Division (to the present)	
		[Important con None	current positions]	
			oment and procurement divisions at the Company, a ent, in addition to his excellent character and insigh Joined Toyota Motor Co., Ltd. (currently	
		1	Toyota Motor Corporation)	
	Takuo Sasaki	June 2009	Managing Officer of Toyota Motor Corporation	
	(December 3, 1956)	June 2011	President & CEO of Toyota Financial	
	[New appointment]		Services Corporation Advisor of Toyota Motor Corporation	
		April 2013	Managing Officer of Toyota Motor	
	Attendance at the Board	71pm 2015	Corporation	<u>_</u>
	of Directors meetings: -	June 2015	Senior Managing Director of Toyota Industries Corporation	0 shares
4	Number of years served	June 2016	Director and Senior Managing Officer of Toyota Industries Corporation	
	as Director (at the conclusion of this Meeting):	June 2018	Executive Vice President of Toyota Industries Corporation (to the present)	
	-	[Important con	current positions]	
		Executive Vice	e President of Toyota Industries Corporation	
	Reason for nomination a	Executive Vice Outside Direct	or of UMC Electronics Co., Ltd.	

Proposal No. 3: Election of 4 Directors serving as Audit and Supervisory Committee Members

The terms of office of all 4 incumbent Directors serving as Audit and Supervisory Committee Members will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of 4 Directors serving as Audit and Supervisory Committee Members.

The Audit and Supervisory Committee has already approved this proposal.

The candidates for Director serving as Audit and Supervisory Committee Member are as follows.

No.	Name		Name				Positions and responsibilities at the Company (important concurrent positions)	Number of years served as Director (at the conclusion of this Meeting)	Attendance at the Board of Directors meetings	Attendance at the Audit and Supervisory Committee meetings
1	Shigehiro Takatsuki	(Reappointment) (Outside) (Independent)	Outside Director, Audit and Supervisory Committee Member	4 years	13/13 meetings held (100%)	13/13 meetings held (100%)				
2	Kiyoshi Tojo	(Reappointment) (Outside) (Independent)	Outside Director, Audit and Supervisory Committee Member	3 years	13/13 meetings held (100%)	13/13 meetings held (100%)				
3	Takuto Kawanishi	(Reappointment) (Outside) (Independent)	Outside Director, Audit and Supervisory Committee Member (Partner of Nozomi Sogo Attorneys at Law, Outside Audit & Supervisory Board Member of Rakuten Insurance Holdings Co., Ltd., Outside Director of Scala, Inc., Outside Director of FIS, Co., Ltd.)	2 years	12/13 meetings held (92%)	12/13 meetings held (92%)				
4	Kenji Aonuma	(Reappointment)	Director, Audit and Supervisory Committee Member (Associate Managing Officer and General Manager, Business Planning Department, Toyota Material Handling Company of Toyota Industries Corporation)	3 years	13/13 meetings held (100%)	13/13 meetings held (100%)				

Notes: 1. No material conflicts of interests exist between the Company and any of the above candidates.

- 2. The Company has designated Mr. Shigehiro Takatsuki, Mr. Kiyoshi Tojo, and Mr. Takuto Kawanishi as independent officers stipulated by the regulations of Tokyo Stock Exchange, Inc. and Nagoya Stock Exchange, Inc., and has registered them as independent officers at the exchanges. If they are elected, the Company will continue to register them as independent officers.
- 3. The Company has concluded the Liability Limitation Agreement with Mr. Shigehiro Takatsuki, Mr. Kiyoshi Tojo, Mr. Takuto Kawanishi, and Mr. Kenji Aonuma as stipulated in Article 423, Paragraph 1 of the Companies Act and the liability limit shall be the amount stipulated in Article 425, Paragraph 1 of the Act. If they are reelected, the Company will continue the agreement with them.
- 4. Mr. Kenji Aonuma had been a business executor of Toyota Industries Corporation, which has a special relationship with the Company (parent company) during the last ten years. His positions and responsibilities at Toyota Industries Corporation during the last ten years are indicated in "Career summary, positions, responsibilities and important concurrent positions."

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions		Number of Company shares held
1	Shigehiro Takatsuki (January 11, 1950) [Reappointment] [Outside] [Independent] Attendance at the Board of Directors meetings: 13/13 meetings held (100%) Attendance at the Audit and Supervisory Committee meetings: 13/13 meetings held (100%) Number of years served as Director (at the conclusion of this Meeting): 4 years	April 1974 January 1976 July 1991 July 2001 July 2007 June 2014 June 2018 [Important conc None	Joined Mitsui Engineering &Shipbuilding Co., ltd. Joined Price Waterhouse Co. (present PricewaterhouseCoopers Aarata LLC) Partner Price Waterhouse British Farm (present PricehousewaterhouseCoopers) Joined Chuo Aoyama Audit Corporation Representative Partner Ernst & Young ShinNihon (present Ernst & Young ShinNihon (present Ernst & Young ShinNihon LLC) Corporate Auditor of the Company Outside Director of Company (to the present) urrent positions]	0 shares
	Member, and expected ro Although he has not part appropriate advice from Member based on his qu audits and international t	Director serving as Audit and Supervisory Com in corporate management, he has provided us w Director serving as Audit and Supervisory Com PA and his wealth of knowledge and experience believe that he will contribute to the further stren a Director serving as Audit and Supervisory Co as a candidate.	rith fair and nmittee e in accounting gthening of the	

No.	Name (Date of birth)	Career summ	Number of Company shares held		
2	Kiyoshi Tojo (February 5, 1956) [Reappointment] [Outside] [Independent] Attendance at the Board of Directors meetings: 13/13 meetings held (100%) Attendance at the Audit and Supervisory Committee meetings: 13/13 meetings held (100%) Number of years served as Director (at the conclusion of this Meeting): 3 years	April 1979 January 1998 January 2003 January 2008 April 2010 April 2013 June 2019 [Important cond None	Joined Toyota Motor Sales Co., Ltd. (present Toyota Motor Corporation) General Manager, Oceania Office, Toyota Motor Corporation Seconded to Toyota Motor Europe S.A./N.V. General Manager of Europe Division, Toyota Motor Corporation Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd. Managing Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd. Outside Director of the Company (to the present) current positions]	0 shares	
	Reason for nomination as a candidate for Director serving as Audit and Supervisory Committee Member, and expected roles He has abundant experience and extensive insight of corporate management, including service as Managing Executive Officer of Aioi Nissay Dowa Insurance Co., Ltd. He has applied his experience and insight to provide advice and suggestions on overall management of the Company from an independent perspective. We believe that he will contribute to the further strengthening of the corporate governance of the Company as a Director serving as Audit and Supervisory Committee Member, and therefore re-nominate him as a candidate.				

No.	Name (Date of birth)	Career summa	Number of Company shares held			
3	Takuto Kawanishi (August 10, 1976) [Reappointment] [Outside] [Independent] Attendance at the Board of Directors meetings: 12/13 meetings held (92%) Attendance at the Audit and Supervisory Committee meetings: 12/13 meetings held (92%) Number of years served as Director (at the conclusion of this Meeting): 2 years	June 2020 September 2021 [Important conc Partner of Nozor Outside Audit & Insurance Holdi Outside Audit &	present) urrent positions] mi Sogo Attorneys at Law Supervisory Board Member of Rakuten	0 shares		
	Reason for nomination as a candidate for Director serving as Audit and Supervisory Committee Member, and expected roles He has qualification as an attorney, and a wealth of knowledge and experience in corporate legal affairs and financial-related businesses. We re-nominate him as a candidate for Director serving as Audit and Supervisory Committee Member because we believe that he will provide us with fair and appropriate advice from the standpoint of Audit and Supervisory Committee Member, as well as contribute to the further strengthening of the corporate governance of the Company.					

No.	Name (Date of birth)	Career summ	Career summary, positions, responsibilities and important concurrent positions			
4	Kenji Aonuma (January 7, 1965) [Reappointment] Attendance at the Board of Directors meetings: 13/13 meetings held (100%) Attendance at the Audit and Supervisory Committee meetings: 13/13 meetings held (100%) Number of years served as Director (at the conclusion of this Meeting): 3 years	Associate Man Business Plann	Joined Toyoda Automatic Loom Works, Ltd. (present Toyota Industries Corporation) General Manager, Planning and Administration Office, Overseas Sales Department, Toyota Material Handling Company of Toyota Industries Corporation Vice President, Toyota Material Handling U.S.A., Inc. General Manager, Sales Administration Department, Toyota Material Handling Company of Toyota Industries Corporation General Manager, Business Planning Department, Compressor Division of the same Director of the Company (to the present) General Manager, General Planning Department, Toyota Material Handling Company of Toyota Industries Corporation Associate Managing Officer and General Manager, Business Planning Department, Toyota Material Handling Company of Toyota Industries Corporation (to the present) current positions] naging Officer and General Manager, ing Department, Toyota Material Handling oyota Industries Corporation	0 shares		
	Reason for nomination as a candidate for Director serving as Audit and Supervisory Committee Member He has abundant experience and extensive insight of corporate management, including service as General Manager of Sales Administration and Business Planning Departments at Toyota Industries Corporation. He has applied his experience and insight to provide advice and suggestions on overall management of the Company. We believe that he will contribute to the further strengthening of the corporate governance of the Company as a Director serving as Audit and Supervisory Committee Member, and therefore re-nominate him as a candidate.					

(Reference) Board of Directors Skills Matrix

If Proposal No. 2 and Proposal No. 3 are approved and passed as proposed, the composition of the Board of Directors will be as follows.

		Director	rs' experience	experience and areas where they are especially able to contribute expertise					
Name	Position at the Company	Corporate management	Finance & accounting	Legal affairs	Risk management	Technology development & production	Marketing	International business	
Toshiya Yamagishi	President and Representative Director	●	•	•	•	•		•	
Hideo Yamamoto	Director	•		•	•		•		
Shigehiro Takatsuki	Outside Director (Audit and Supervisory Committee Member)		•		•			•	
Kiyoshi Tojo	Outside Director (Audit and Supervisory Committee Member)	•			•		•	•	
Takuto Kawanishi	Outside Director (Audit and Supervisory Committee Member)		●	•	•				
Kenji Aonuma	Director (Audit and Supervisory Committee Member)	•			•		•	•	
Koichi Anzai	Director	●			•	•			
Takuo Sasaki	Director	•	•	•	•			•	