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Securities code: 6525

June 6, 2025

(Electronic provision measures commencement date: June 5, 2025)

To Shareholders with Voting Rights:

Kazunori Tsukada
Representative Director
KOKUSAI ELECTRIC CORPORATION
3-4 Kandakaji-cho, Chiyoda-ku, Tokyo,
Japan

**NOTICE OF
THE 10th ANNUAL SHAREHOLDERS MEETING**

We hereby inform you that the Annual Shareholders Meeting of KOKUSAI ELECTRIC CORPORATION (the “Company”) for the 10th fiscal year (April 1, 2024 to March 31, 2025) will be held as follows.

The Company has taken measures for providing information in electronic format (the “electronic provision measures”) in accordance with the provisions of Article 325-3 (1) of the Companies Act and Article 17 of the articles of incorporation of the Company. The information contained in Reference Documents for the Shareholders Meeting, etc. (the “electronic provision measures matters”) has been posted on the Company’s website. Please access the following Company’s website to review the information.

The Company’s website (in Japanese): <https://www.kokusai-electric.com/ir/meeting>

The electronic provision measures matters are also posted on the Tokyo Stock Exchange (TSE) website. Please access the TSE’s website below, enter the Company’s name in “Issue name (company name)” field or the Company’s securities code of “6525” in the “Code” field to perform a search. Select “Basic information” and then “Documents for public inspection/PR information” to review “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting.”

TSE’s website: <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do>

If you are unable to attend the meeting, you can exercise your voting rights by electromagnetic means (via the Internet, etc.) or in writing. In doing so, please review the accompanying Reference Documents for the Shareholders Meeting and submit your votes by 5:30 p.m. on Thursday, June 26, 2025 (Japanese Standard Time/JST). This Annual Shareholders Meeting will also be live-streamed online; for more information, please refer to page 6 of the Japanese version of the Notice of the 10th Annual Shareholders Meeting. When exercising your voting rights by electromagnetic means (via the Internet, etc.), please refer to “Instructions for Exercising Your Voting Rights by Electromagnetic Means (via the Internet, etc.)” on page 5. Please note that speaking, asking questions, or voting will not be possible via the live stream on the day of the meeting.

- 1. Date and Time:** Friday, June 27, 2025 at 10:00 a.m. (JST)
(Reception is scheduled to open at 9:00 a.m.)
- 2. Place:** BELLESALLE Akihabara 2F Hall
Sumitomo Fudosan Akihabara building, 3-12-8 Sotokanda, Chiyoda-ku,
Tokyo, Japan

3. Meeting Agenda:

Matters to be reported: The Business Report, Non-consolidated Financial Statements, and Consolidated Financial Statements for the 10th Fiscal Year (April 1, 2024 to March 31, 2025), and results of audits by the Independent Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements

Proposals to be resolved:

Proposal 1: Election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)

Proposal 2: Election of four (4) Directors who are Audit and Supervisory Committee Members

- ◎ Pursuant to provisions of the Companies Act, the Company has mailed the documents which contain the electronic provision measures matters in paper format to shareholders who have requested the delivery of the documents by March 31, 2025.
- ◎ If any revisions to the electronic provision measures matters arise, a notice to that effect will be posted on the Company's website and TSE's website above.
- ◎ Pursuant to laws and regulations and the articles of incorporation of the Company, the documents in paper format mailed to shareholders who have requested their delivery do not include the following items:
 - Business Report
 - Matters Regarding Share Acquisition Rights
 - Matters Regarding the Accounting Auditor
 - Matters Regarding Establishment of a System to Ensure the Appropriateness of Business Activities
 - Consolidated Financial Statements
 - Consolidated Statement of Changes in Equity
 - Notes to Consolidated Financial Statements
 - Non-consolidated Financial Statements
 - Non-consolidated Statement of Changes in Equity
 - Notes to Non-consolidated Financial Statements

The Audit and Supervisory Committee and the Independent Auditor have audited the documents subject to audit, including the above matters.
- ◎ If any material changes to this Annual Shareholders Meeting arise, a notice to that effect will be posted on the Company's website above.
- ◎ The results of this Annual Shareholders Meeting will be posted on the Company's website above.

< Instructions for Exercising Your Voting Rights >

Voting in Advance

Voting by mail (in writing)

Please indicate your approval or disapproval of each proposal in the enclosed Voting Form and return it to the Company by mail. The form must arrive no later than 5:30 p.m., Thursday, June 26, 2025 (JST).

Voting via the Internet

Please follow the “Instructions for Exercising Your Voting Rights by Electromagnetic Means (via the Internet, etc.)” on the next page to indicate your approval or disapproval of each proposal. Votes must be completed by 5:30 p.m., Thursday, June 26, 2025 (JST).

- * If you do not indicate your approval or disapproval for any proposal in writing (on the Voting Form), your vote shall be assumed to have approved all the proposals.
- * If you submit your vote multiple times by electromagnetic means (via the Internet, etc.), only the last vote shall be deemed valid.
- * If you exercise your voting rights both by electromagnetic means (via the Internet, etc.) and in writing (on the Voting Form), only the later arrival of the vote shall be deemed valid. If both votes arrive on the same day, the only vote exercised by electromagnetic means (via Internet, etc.) shall be deemed valid.

Voting by attendance at this Annual Shareholders Meeting

Please fill out the enclosed Voting Form and submit it to the reception desk on the day of the meeting.

Date and time of the Annual Shareholders Meeting: Friday, June 27, 2025 at 10:00 a.m. (JST)

- * Please note that a proxy or an accompanying person, or any other individual who brings the Voting Form at the meeting is not entitled to attend the meeting unless he/she is a shareholder entitled to exercise his/her voting rights.
- * In accordance with Article 19-1 of the articles of incorporation of the Company, you are allowed to delegate one (1) shareholder entitled to voting rights as your proxy if you choose to exercise your voting right by proxy. In this case, a document evidencing his/her power of attorney (with the signature or seal of the shareholder delegating the authority) needs to be submitted at the reception desk on the day of the meeting.
- * Kindly be advised that there will be no souvenirs or a social gathering provided at the meeting.

< Instructions for Exercising Your Voting Rights by Electromagnetic Means (via the Internet, etc.) >

Voting by Scanning the QR Code

You can access the website for exercising your voting rights without entering your login ID and tentative password shown on the Voting Form.

1. Scan the QR Code provided on the Voting Form.
* QR Code is a registered trademark of DENSO WAVE INCORPORATED.
2. Follow the instructions on the screen to indicate your approval or disapproval for each proposal.

Voting by Logging in the Website

Website for exercising your voting rights: <https://evote.tr.mufg.jp/>

1. Access the above website and click “Next.”
2. Enter the login ID and tentative password shown on the Voting Form and click “Log in.”
3. Follow the instructions on the screen to indicate your approval or disapproval for each proposal.

If you have any questions about exercising your voting rights via the Internet, such as how to use a PC or smartphone to vote, please contact the following help desk.

Help Desk, Securities Transfer Agency Division, Mitsubishi UFJ Trust and Banking Corporation

Phone number: 0120-173-027 (toll-free within Japan)

Business hours: 9:00 a.m. to 9:00 p.m.

- * Institutional investors may use the “Electronic Voting Rights Exercise Platform” operated by ICJ, Inc. to exercise the voting rights by electromagnetic means.

Reference Documents for the Shareholders Meeting

Proposal 1: Election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members)

The term of office of all eight (8) Directors (excluding Directors who are Audit and Supervisory Committee Members) who were elected at the 9th Annual Shareholders Meeting will expire at the conclusion of this Annual Shareholders Meeting. Accordingly, the Company proposes election of six (6) Directors (excluding Directors who are Audit and Supervisory Committee Members), reducing the number of appointments by two (2). This proposal intends to further strengthen the supervisory function by ensuring that half of the Directors (excluding Directors who are Audit and Supervisory Committee Members) are Outside Directors, based on the deliberation by the Nomination and Compensation Committee, where the Chairperson and the majority of the members are independent Outside Directors.

The Audit and Supervisory Committee examined this proposal after deliberation by the Nomination and Compensation Committee and determined that all candidates for Director are qualified to serve as Director.

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

No.	Attributes	Name	Current positions at the Company	Attendance at the Board of Directors meetings
1	[Reappointment]	Kazunori Tsukada	Representative Director, President and Chief Executive Officer	14/14
2	[Reappointment]	Hidehiro Yanagawa	Director, Executive Vice President and Executive Officer	14/14
3	[Reappointment]	Masaki Nakamura	Director	18/19
4	[Reappointment] [Outside] [Independent]	Masaaki Tsuruta	Director (Outside)	19/19
5	[New Appointment] [Outside] [Independent]	Mami Sasaki	—	—
6	[New Appointment] [Outside] [Independent]	Tsuyoshi Abe	—	—

Note: The attendance record of Mr. Kazunori Tsukada and Mr. Hidehiro Yanagawa at the Board of Directors meetings reflects only those meetings held after their appointment on June 27, 2024.

[New Appointment] Director candidate for new appointment

[Outside] Outside Director candidate

[Reappointment] Director candidate for reappointment

[Independent] Independent Director candidate

No.	Name (Date of birth)	Career summary, current positions and responsibilities at the Company, and significant concurrent positions			Number of shares of the Company held
1	Kazunori Tsukada (December 6, 1965) [Reappointment] [Attendance at the Board of Directors meetings] 100% (14/14) [Years of service as a Director (at the conclusion of this meeting)] 1 year	April	1986	Joined Kokusai Electric Co., Ltd. (now KOKUSAI DENKI Electric Inc.)	321,709 shares
		April	2007	General Manager of Asia Sales Department, Semiconductor Process Engineering Division, Hitachi Kokusai Electric Inc. (now KOKUSAI DENKI Electric Inc.)	
		April	2013	Deputy General Manager of Sales Division, Semiconductor Process Engineering Division, Hitachi Kokusai Electric Inc.	
		April	2014	Vice President of Sales Division, Semiconductor Process Engineering Division, Hitachi Kokusai Electric Inc.	
		April	2014	Representative Director, Hitachi Kokusai Electric (Shanghai) Co., Ltd. (now KE Semiconductor Equipment (Shanghai) Co., Ltd.)	
		June	2018	Corporate Officer, Vice President of Sales Division, the Company (succeeded the Thin Film Process Solutions business of Hitachi Kokusai Electric Inc. (now KOKUSAI DENKI Electric Inc.) through a company split)	
		April	2019	Executive Officer, Vice President of Sales Division, the Company	
		April	2020	Executive Officer (Responsible for Sales and IT), the Company	
		April	2021	Executive Officer (Responsible for China Business Strategy), the Company	
		April	2021	Chairman & President, KE Semiconductor Equipment (Shanghai) Co., Ltd.	
		April	2022	Senior Vice President and Executive Officer (Responsible for China Business Strategy), the Company	
		May	2022	Representative Director, KE Semiconductor Equipment (Shanghai) Co., Ltd.	
		April	2023	Senior Vice President and Executive Officer (Responsible for Corporate Planning, Public Relations & IR, Sustainability and China Business Strategy), the Company	
		April	2024	Executive Vice President and Executive Officer (Responsible for Corporate Planning, Export Control, Legal, Intellectual Property, Public Relations & IR and Sustainability), the Company	
		June	2024	Director, Executive Vice President and Executive Officer (Responsible for Corporate Planning, Export Control, Legal, Intellectual Property, Public Relations & IR and Sustainability), the Company	
		April	2025	Representative Director, President and Chief Executive Officer, the Company (Responsible for business operations, Corporate Planning, Public Relations & IR) (current position)	
[Significant concurrent positions] None					

[Reasons for nomination as a candidate for Director]

Mr. Kazunori Tsukada, having been engaged in business operations in the semiconductor industry for many years, has served as an Executive Officer supervising the Company's sales division, China business strategy, corporate strategy, public relations strategy, sustainability strategy, legal affairs, intellectual property and export control. He also possesses extensive knowledge, expertise and experience in the semiconductor market and technology trends, as well as investors' perspectives and trends on the semiconductor market. He has been in a position to lead the Company's management as an executive Director since June 2024 and as Representative Director, President and Chief Executive Officer since April 2025. The Company has nominated him as a candidate because it believes he can be expected to continue contributing to the Company's management activities.

No.	Name (Date of birth)	Career summary, current positions and responsibilities at the Company, and significant concurrent positions			Number of shares of the Company held
2	Hidehiro Yanagawa (March 2, 1965) [Reappointment] [Attendance at the Board of Directors meetings] 100% (14/14) [Years of service as a Director (at the conclusion of this meeting)] 1 year	April	1988	Joined Kokusai Electric Co., Ltd. (now KOKUSAI DENKI Electric Inc.)	305,600 shares
		April	2008	General Manager of Vertical Diffusion System Design Department, Semiconductor Process Engineering Division, Hitachi Kokusai Electric Inc. (now KOKUSAI DENKI Electric Inc.)	
		April	2009	Senior Chief Engineer of Batch Processing Design Department, Semiconductor Process Engineering Division, Hitachi Kokusai Electric Inc.	
		April	2011	General Manager of Vertical Diffusion System Design Department, Semiconductor Process Engineering Division, Hitachi Kokusai Electric Inc.	
		April	2013	General Manager of Quality Assurance Department, Toyama Works, Semiconductor Process Engineering Division, Hitachi Kokusai Electric Inc.	
		April	2015	Senior General Advisor, Toyama Works, Semiconductor Process Engineering Division, Hitachi Kokusai Electric Inc. (on secondment to Kook Je Electric Korea Co., Ltd.)	
		April	2017	Corporate Officer, Vice President of Volume Manufacturing Design Division, Semiconductor Process Engineering Division, Hitachi Kokusai Electric Inc.	
		April	2018	Executive Officer, Vice President of Volume Manufacturing & Engineering Unit, Vice President of Volume Manufacturing Design Division, General Manager of Toyama Technology & Manufacturing Center, Semiconductor Process Engineering Division, Hitachi Kokusai Electric Inc.	
		June	2018	Corporate Vice President and Executive Officer, Vice President of Volume Manufacturing & Engineering Unit, Vice President of Volume Manufacturing Design Division, General Manager of Toyama Technology & Manufacturing Center, the Company (succeeded the Thin Film Process Solutions business of Hitachi Kokusai Electric Inc. (now KOKUSAI DENKI Electric Inc.) through a company split)	
		October	2019	Corporate Vice President and Executive Officer, Vice President of Volume Manufacturing Design Division, General Manager of Toyama Technology & Manufacturing Center, the Company	
		April	2020	Corporate Vice President and Executive Officer, General Manager of Toyama Technology & Manufacturing Center (Responsible for Product Development and Production & Quality Assurance), the Company	
		April	2021	Senior Vice President and Executive Officer, Vice President of Business Strategy Unit (Responsible for Business Strategy, Marketing Strategy, Sales, Services, and IT), the Company	
		April	2021	Representative Director, Kokusai Electric Asia Pacific Co., Ltd.	

		<p>April 2022 Senior Vice President and Executive Officer (Responsible for Business Strategy, Marketing Strategy, Public Relations & IR, Sales and DX & IT), the Company</p> <p>April 2022 Board Director, Chairman & CEO, Kokusai Semiconductor Equipment Corporation</p> <p>April 2023 Executive Vice President and Executive Officer (Responsible for Business Development, Sales Management, DX & IT and Information Security), the Company</p> <p>June 2024 Director, Executive Vice President and Executive Officer (Responsible for Business Development, Sales Management, DX & IT and Information Security), the Company</p> <p>April 2025 Director, Executive Vice President and Executive Officer (Responsible for Business Development, DX & IT and Information Security), the Company (current position)</p> <p>[Significant concurrent positions]</p> <p>None</p>	
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Hidehiro Yanagawa, having engaged in product development and business operations in the semiconductor industry for many years, possesses a wide-ranging knowledge of technology as well as expertise and experience in the global market. Serving as an Executive Officer, he has demonstrated leadership across a broad range of areas, including the Company's product development, production, business strategy, sales, new business development, and DX & IT. The Company has nominated him as a candidate because it believes he can be expected to continue contributing to the Company's management activities as an executive Director.</p>			

No.	Name (Date of birth)	Career summary, current positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
3	<p>Masaki Nakamura (January 6, 1986)</p> <p>[Reappointment]</p> <p>[Attendance at the Board of Directors meetings] 95% (18/19)</p> <p>[Years of service as a Director (at the conclusion of this meeting)] 7 years and 6 months</p>	<p>April 2010 Joined McKinsey & Company</p> <p>February 2014 Joined KKR Capstone Japan Limited</p> <p>April 2016 Transferred to KKR Japan</p> <p>February 2017 Person Acting in the Capacity of Executive Member, HKE Holdings G.K. (now the Company)</p> <p>December 2017 Director, HKE Holdings Co., Ltd. (now the Company) (current position)</p> <p>June 2018 Outside Director, Hitachi Kokusai Electric Inc. (now KOKUSAI DENKI Electric Inc.)</p> <p>April 2019 Transferred to Kohlberg Kravis Roberts & Co. L.P.</p> <p>January 2021 Transferred to KKR Japan Director</p> <p>February 2023 Director, KBP Co., Ltd. (current position)</p> <p>January 2024 Managing Director, KKR Japan (current position)</p> <p>[Significant concurrent positions] Managing Director, KKR Japan</p>	0 shares
<p>[Reasons for nomination as a candidate for Director]</p> <p>Mr. Masaki Nakamura has engaged in management of the Company since its founding as a Person Acting in the Capacity of Executive Member and Director. He was appointed as a Director in December 2017, for he has also worked on investment projects and alliance businesses in multiple business domains outside of the Company, and is contributing to expansion of the Company's business domains. The Company has nominated him as a candidate because it believes he can be expected to keep contributing to expansion of the Company's business domains.</p>			

No.	Name (Date of birth)	Career summary, current positions and responsibilities at the Company, and significant concurrent positions			Number of shares of the Company held
4	Masaaki Tsuruta (December 20, 1956)	April	1979	Joined Sony Corporation	1,222 shares
	[Reappointment]	April	1998	General Manager, Sony Corporation	
		April	2000	Senior General Manager, Sony Corporation	
		October	2000	Deputy President, Sony Corporation	
	[Outside]	July	2004	Corporate Executive, Sony Corporation	
		April	2010	EVP & CTO, Sony Computer Entertainment Inc. (now Sony Interactive Entertainment Inc.)	
	[Independent]	January	2013	Representative Director, Samsung Japan Corporation	
		June	2013	Director, TOMEN DEVICES CORPORATION	
	[Attendance at the Board of Directors meetings] 100% (19/19)	January	2018	Advisor, Samsung Japan Corporation	
		January	2019	Representative Director and President, Future Domain Co., Ltd. (current position)	
		June	2021	Outside Director, the Company (current position)	
	[Years of service as an Outside Director (at the conclusion of this meeting)] 4 years	[Significant concurrent positions] Representative Director and President, Future Domain Co., Ltd.			
[Reasons for nomination as a candidate for Outside Director and an outline of expected roles] Mr. Masaaki Tsuruta, having engaged in business operations in the semiconductor industry for many years, possesses a high level of expertise and experience. In addition, he has corporate management experience as a president of a Japanese subsidiary of a foreign company. For these reasons, he was appointed as an Outside Director in June 2021, with the expectation that he will contribute to improving the Company’s management strategies. He has contributed to improving the Company’s management strategies, and the Company has nominated him as a candidate because it believes he can be expected to continue contributing on this front.					
[Independence] There are no personal, capital, or transactional relationships, or other interests between Mr. Masaaki Tsuruta and the Company, and Mr. Tsuruta meets the independence criteria of the Company. The Company believes there is no risk of conflicts of interest with general shareholders.					

No.	Name (Date of birth)	Career summary, current positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
5	<p>Mami Sasaki (February 17, 1961)</p> <p>[New appointment]</p> <p>[Outside]</p> <p>[Independent]</p> <p>[Attendance at the Board of Directors meetings] —</p> <p>[Years of service as a Director (at the conclusion of this meeting)] —</p>	<p>April 1983 Joined The Fuji Bank, Limited (now Mizuho Bank, Ltd.)</p> <p>March 1985 Joined Morgan Stanley Japan Limited (now Morgan Stanley MUFG Securities Co., Ltd.)</p> <p>January 1991 Vice President, Morgan Stanley Japan Limited</p> <p>December 2000 Managing Director, Morgan Stanley Japan Limited.</p> <p>April 2004 Managing Director, Credit Suisse First Boston Securities (Japan) Ltd.</p> <p>June 2015 Outside Director, Daito Trust Construction Co., Ltd.</p> <p>October 2018 External Director, Audit and Supervisory Committee Member, Sumitomo Mitsui Trust Asset Management Co., Ltd. (current position)</p> <p>[Significant concurrent positions] None</p>	0 shares
<p>[Reasons for nomination as a candidate for Outside Director and an outline of expected roles] Ms. Mami Sasaki, having served as a managing director at foreign securities firms for many years, has been in charge of client coverage of major Japanese institutional investors and overseas hedge funds, and has a proven track record in handling a wide range of financial products both in Japan and overseas. She is expected to provide advice on the formulation of the Company's management strategy and equity story from an international perspective and an investor's viewpoint. In addition, she has experience in personnel compensation systems and a strong awareness of issues related to the active participation of women in the workplace. The Company has nominated her as a candidate because it believes she can be expected to contribute to the Company's management activities, particularly in the area of human capital management.</p> <p>[Independence] There are no personal, capital, or transactional relationships, or other interests between Ms. Mami Sasaki and the Company, and Ms. Sasaki meets the independence criteria of the Company. The Company believes there is no risk of conflicts of interest with general shareholders.</p>			

No.	Name (Date of birth)	Career summary, current positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
6	<p>Tsuyoshi Abe (March 24, 1962)</p> <p>[New appointment]</p> <p>[Outside]</p> <p>[Independent]</p> <p>[Attendance at the Board of Directors meetings] —</p> <p>[Years of service as a Director (at the conclusion of this meeting)] —</p>	<p>March 1985 Joined Intel Japan K.K. (now Intel K.K.)</p> <p>April 1996 General Manager of Application Technology, Intel Japan K.K.</p> <p>November 1999 Public Relations Office Manager, Marketing Headquarters, Intel K.K.</p> <p>August 2001 General Manager of Intel Architecture Technology Group, Intel K.K.</p> <p>July 2005 General Manager of Marketing Headquarters, Intel K.K.</p> <p>August 2007 General Manager of Technology & Manufacturing Group, Intel K.K.</p> <p>April 2009 Executive Officer, General Manager of Technology & Manufacturing Group, Intel K.K.</p> <p>April 2011 Director, Executive Officer, General Manager of Technology & Manufacturing Group, Intel K.K.</p> <p>April 2012 Director, Vice President and Executive Officer, General Manager of Technology & Manufacturing Group, Intel K.K.</p> <p>March 2016 Senior Vice President, Head of Marketing Headquarters, Yokogawa Electric Corporation</p> <p>May 2018 Director, amnimo Inc.</p> <p>March 2023 Director, SynCrest Inc.</p> <p>[Significant concurrent positions] None</p>	0 shares
<p>[Reasons for nomination as a candidate for Outside Director and an outline of expected roles]</p> <p>Mr. Tsuyoshi Abe has served as executive vice president and executive officer at foreign semiconductor/ICT companies and Japanese industrial automation companies, and possesses a wide range of knowledge and experience across the value chain, including sales & marketing, branding, promotion, research, internal and external integrated communications, R&D, and intellectual property strategy. In addition, at a Japanese company, he served as Chief Marketing Officer, where he not only formulated medium- to long-term business plans and strategies, but also led new business launches, M&A and start-up investments, as well as corporate culture, organizational and employee mindset reforms, and DX. The Company has nominated him as a candidate because it believes he can be expected to contribute to creating innovation and improving management strategies through his advice.</p> <p>[Independence]</p> <p>There are no personal, capital, or transactional relationships, or other interests between Mr. Tsuyoshi Abe and the Company, and Mr. Abe meets the independence criteria of the Company. The Company believes there is no risk of conflicts of interest with general shareholders.</p>			

- Notes: 1. There are no special interests between any of the candidates and the Company.
2. The Company has concluded a directors and officers liability insurance agreement stipulated in Article 430-3, paragraph (1) of the Companies Act with an insurance company, naming Directors of the Company as the insured. The directors and officers liability insurance agreement covers damages (legal compensation for damages, litigation expenses, etc.) that may be incurred in case any of the Directors who are insured receives a claim for damages arising from acts (including omission) in the course of their duties at the Company, and the insurance premium is fully paid for by the Company. However, there are certain exemptions, such as no coverage for damages arising from willful neglect of duties, acts of unlawfully receiving private gains or benefits, and criminal acts. If the above candidates are elected Directors and assume office, they will be insured under this directors and officers liability insurance agreement, and the agreement is scheduled to be renewed under the same terms during their term of office.
 3. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has concluded agreements with Mr. Masaki Nakamura, who is currently a non-executive Director of the Company, as well as Mr. Masaaki Tsuruta, who is currently an Outside Director of the Company, to limit their liability for damages stipulated in Article 423, paragraph (1) of the Companies Act to the amount stipulated by laws and regulations. If they are reappointed, the Company plans to maintain the liability limitation agreements with them. If Ms. Mami Sasaki and Mr. Tsuyoshi Abe are appointed, the Company also plans to conclude the same liability limitation agreements with them.
 4. The Company has notified Tokyo Stock Exchange, Inc. of the appointment of Mr. Masaaki Tsuruta as an Independent Director as stipulated by the Exchange. If he is reappointed, he will continue to assume his role as an Independent Director. If the appointment of Ms. Mami Sasaki and Mr. Tsuyoshi Abe is approved, the Company plans to designate them as Independent Directors and notify the Exchange to that effect.
 5. The number of shares held by the candidates indicated above represents the actual number of shares held, including the shareholding in the name of the Officers' Shareholding Association of the Company. (The numbers are rounded down to the nearest whole share.)
 6. The above information of career summary, current positions and responsibilities at the Company, and significant concurrent positions of the candidates are as of the time of sending this notice.

Proposal 2: Election of four (4) Directors who are Audit and Supervisory Committee Members

The term of office of all three (3) Directors who are Audit and Supervisory Committee Members will expire at the conclusion of this Annual Shareholders Meeting. Accordingly, the Company proposes election of four (4) Directors who are Audit and Supervisory Committee Members, increasing the number of appointments by one (1). This proposal is intended to enhance the supervisory function, based on the deliberation by the Nomination and Compensation Committee.

The Audit and Supervisory Committee has consented to this proposal. The Audit and Supervisory Committee examined this proposal after deliberation by the Nomination and Compensation Committee and determined that all the candidates for Directors are qualified to serve as Directors.

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

No.	Attributes	Name	Current positions at the Company	Attendance at Board of Directors and Audit and Supervisory Committee meetings
1	[Reappointment]	Yuji Kamiya	Director, Audit and Supervisory Committee Member	19/19 and 10/10
2	[Reappointment] [Outside] [Independent]	Hitoshi Kumagai	Director (Outside), Audit and Supervisory Committee Member	19/19 and 14/14
3	[New Appointment] [Outside] [Independent]	Noriko Sakai	Director (Outside)	19/19 and —
4	[New Appointment] [Outside] [Independent]	Chizu Sekine	Director (Outside)	14/14 and —

- Notes: 1. The attendance record of Mr. Yuji Kamiya at the Audit and Supervisory Committee meetings reflects only those meetings held after his appointment on June 27, 2024.
2. The attendance record of Ms. Chizu Sekine at the Board of Directors meetings reflects only those meetings held after her appointment on June 27, 2024.
3. The name recorded in the family register of Ms. Noriko Sakai is Ms. Noriko Matsumoto.

[New Appointment] Director candidate for new appointment

[Outside] Outside Director candidate

[Reappointment] Director candidate for reappointment

[Independent] Independent Director candidate

No.	Name (Date of birth)	Career summary, current positions and responsibilities at the Company, and significant concurrent positions			Number of shares of the Company held
1	Yuji Kamiya (September 12, 1957) [Reappointment] [Attendance at the Board of Directors meetings] 100% (19/19) [Attendance at the Audit and Supervisory Committee meetings] 100% (10/10) [Years of service as a Director who is an Audit and Supervisory Committee Member (at the conclusion of this meeting)] 1 year	April	1981	Joined Hitachi, Ltd.	316,918 shares
		June	2007	General Manager of Industrial Systems Accounting Department, Finance Division, Power & Industrial Systems Business Administration Division, Hitachi, Ltd.	
		April	2009	Vice President of Finance Division, Industrial Systems Group, Hitachi, Ltd.	
		April	2011	Vice President of Finance Division, the Rail Systems Company, and Vice President of Finance Division, the Industrial & Social Infrastructure Systems Company, Hitachi, Ltd.	
		April	2012	Deputy General Manager of Omika Works, Information & Control Systems Division, the Infrastructure Systems Company, Hitachi, Ltd.	
		April	2013	Vice President of Infrastructure Solutions Finance Division, the Infrastructure Systems Company, Hitachi, Ltd.	
		April	2014	Joined Hitachi Kokusai Electric Inc. (now KOKUSAI DENKI Electric Inc.) Corporate Officer and Vice President of Finance & Accounting Division	
		June	2015	Executive Officer and Vice President of Finance & Accounting Division, Hitachi Kokusai Electric Inc.	
		June	2018	Director, Executive Vice President and Executive Officer, and Vice President of Administration Division, the Company (succeeded the Thin Film Process Solutions business of Hitachi Kokusai Electric Inc. (now KOKUSAI DENKI Electric Inc.) through a company split)	
		April	2021	Director, Executive Vice President and Executive Officer (Responsible for Corporate Management (Export Control, Legal Affairs, Intellectual Property, Finance & Accounting, Human Resources & Corporate Administration), Ethics & Compliance, and Information Security), the Company	
		April	2022	Director, Executive Vice President and Executive Officer (Responsible for Finance & Accounting, Export Control, Legal Affairs, Intellectual Property, Human Resources & Corporate Administration, Ethics & Compliance, and Information Security), the Company	
		April	2023	Director, Executive Vice President and Executive Officer (Responsible for Finance & Accounting, Export Control, Legal Affairs, Intellectual Property, Human Resources & Corporate Administration, and Ethics & Compliance), the Company	
		April	2024	Director, the Company	
		June	2024	Director (Audit and Supervisory Committee Member), the Company (current position)	
		[Significant concurrent positions] None			

	[Reasons for nomination as a candidate for Director who is an Audit and Supervisory Committee Member]
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	Mr. Yuji Kamiya has a high level of expertise in finance, accounting, and tax affairs. He also has experience serving as an executive Director responsible for corporate management, including finance, legal affairs, and human resources, from June 2018 to March 2024. Since June 2024, he has served as a Director who is an Audit and Supervisory Committee Member. The Company has nominated him as a candidate because it believes he can be expected to continue contributing to the establishment, maintenance, and enhancement of corporate governance as a Director who is an Audit and Supervisory Committee Member.
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No.	Name (Date of birth)	Career summary, current positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
2	<p>Hitoshi Kumagai (April 22, 1969)</p> <p>[Reappointment]</p> <p>[Outside]</p> <p>[Independent]</p> <p>[Attendance at the Board of Directors meetings] 100% (19/19)</p> <p>[Attendance at the Audit and Supervisory Committee meetings] 100% (14/14)</p> <p>[Years of service as an Outside Director who is an Audit and Supervisory Committee Member (at the conclusion of this meeting)] 4 years</p>	<p>October 1993 Joined Kato Audit Corporation (now SK Tokyo Audit Corporation) and Kato Accounting Firm</p> <p>December 1997 Joined New York Office, KPMG Peat Marwick LLP (now KPMG LLP)</p> <p>April 1998 Registered as Certified Public Accountant</p> <p>October 2002 Joined Transaction Services Department, KPMG FAS Co., Ltd.</p> <p>October 2006 Representative Director, Integrated Advisory Co., Ltd. (now Trustees FAS Co., Ltd.) (current position)</p> <p>June 2007 Registered as Certified Tax Accountant</p> <p>March 2010 Representative Director, Boundary Publishing Co., Ltd. (current position)</p> <p>May 2010 Outside Corporate Auditor, AKASAKA KAKIYAMA Co., Ltd.</p> <p>June 2012 Auditor, Japan Automobile Recycling Promotion Center</p> <p>June 2012 Outside Corporate Auditor, Verite Co., Ltd.</p> <p>June 2014 Independent Director, Compensation Committee Chairperson and Audit Committee Member, Accordia Golf Trust Management Pte. Ltd.</p> <p>June 2016 Independent Outside Corporate Auditor, The Nippon Synthetic Chemical Industry Co., Ltd. (now Mitsubishi Chemical Corporation)</p> <p>April 2018 Adjunct Lecturer, Hosei University (current position)</p> <p>June 2018 External Auditor, CELM Inc.</p> <p>January 2021 Outside Corporate Auditor, the Company</p> <p>June 2021 Outside Director (Audit and Supervisory Committee Member), the Company (current position)</p> <p>[Significant concurrent positions] Representative Director, Trustees FAS Co., Ltd.</p>	1,222 shares
<p>[Reasons for nomination as a candidate for Outside Director who is an Audit and Supervisory Committee Member and an outline of expected roles]</p> <p>Mr. Hitoshi Kumagai was appointed as an Outside Corporate Auditor of the Company in January 2021 and as an Outside Director who is an Audit and Supervisory Committee Member of the Company in June 2021, for he has extensive knowledge, experience, and a high level of insight in finance and accounting as a Certified Public Accountant. He also has experience serving as an Outside Auditor of listed companies and has broad insight in areas such as M&A and corporate governance. The Company has nominated him as a candidate because it believes he can be expected to continue contributing to the establishment, maintenance, and enhancement of corporate governance as a Director who is an Audit and Supervisory Committee Member.</p> <p>[Independence]</p> <p>There are no personal, capital, or transactional relationships, or other interests between Mr. Hitoshi Kumagai and the Company, and Mr. Kumagai meets the independence criteria of the Company. The Company believes there is no risk of conflicts of interest with general shareholders.</p>			

No.	Name (Date of birth)	Career summary, current positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
3	<p>Noriko Sakai (June 2, 1969)</p> <p>[New Appointment]</p> <p>[Outside]</p> <p>[Independent]</p> <p>[Attendance at the Board of Directors meetings] 100% (19/19)</p> <p>[Years of service as an Outside Director (at the conclusion of this meeting)] 4 years and 3 months</p>	<p>April 1997 Registered as an attorney</p> <p>April 1997 Joined Nagashima & Ohno (now Nagashima Ohno & Tsunematsu)</p> <p>January 2003 Working at New York Office, Paul, Hastings, Janofsky & Walker LLP (now Paul Hastings LLP)</p> <p>June 2003 Admitted to the bar in the State of California</p> <p>September 2003 Working at Taiyo Law Office (now Paul Hastings LLP, foreign law joint enterprise)</p> <p>December 2005 Working at O'Melveny & Myers LLP, foreign law joint enterprise</p> <p>February 2008 Partner, O'Melveny & Myers LLP, foreign law joint enterprise</p> <p>January 2011 Partner, TMI Associates</p> <p>January 2013 Jointly founded Marunouchi International Law Office</p> <p>January 2017 Partner, Hirakawa International Law Office (current position)</p> <p>March 2021 Outside Director, the Company (current position)</p> <p>[Significant concurrent positions] Partner, Hirakawa International Law Office</p>	1,222 shares
<p>[Reasons for nomination as a candidate for Outside Director who is an Audit and Supervisory Committee Member and an outline of expected roles]</p> <p>Ms. Noriko Sakai was appointed as an Outside Director in March 2021, for she has extensive expertise and experience as well as a high level of insight in legal affairs and compliance as an attorney, although she has never been directly involved in corporate management except as an outside officer. She has contributed to improving the Company's management strategies and has served as Chairperson of the Nomination and Compensation Committee for four terms since July 2021. The Company has nominated her as a candidate because it believes she can be expected to contribute to the establishment, maintenance, and enhancement of corporate governance as a Director who is an Audit and Supervisory Committee Member.</p> <p>[Independence]</p> <p>There are no personal, capital, or transactional relationships, or other interests between Ms. Noriko Sakai and the Company, and Ms. Sakai meets the independence criteria of the Company. The Company believes there is no risk of conflicts of interest with general shareholders.</p>			

No.	Name (Date of birth)	Career summary, current positions and responsibilities at the Company, and significant concurrent positions	Number of shares of the Company held
4	<p>Chizu Sekine (August 11, 1963)</p> <p>[New appointment]</p> <p>[Outside]</p> <p>[Independent]</p> <p>[Attendance at the Board of Directors meetings] 100% (14/14)</p> <p>[Years of service as an Outside Director (at the conclusion of this meeting)] 1 year</p>	<p>April 1989 Joined Sumitomo Chemical Co., Ltd.</p> <p>April 2013 Associate Officer, Senior Associate Researcher, Advanced Materials Development Laboratory, Sumitomo Chemical Co., Ltd.</p> <p>April 2019 Executive Vice President, Sumika Technical Information Service, Inc.</p> <p>June 2020 Representative Director & President, Sumika Technical Information Service, Inc.</p> <p>June 2024 Outside Director, the Company (current position)</p> <p>July 2024 Outside Director, rVirogen, Inc. (current position)</p> <p>March 2025 Outside Director, SBS Holdings, Inc. (current position)</p> <p>[Significant concurrent positions] None</p>	656 shares
<p>[Reasons for nomination as a candidate for Outside Director who is an Audit and Supervisory Committee Member and an outline of expected roles]</p> <p>Ms. Chizu Sekine was appointed as an Outside Director of the Company in June 2024, for she has a high level of knowledge and experience in the field of electronic chemistry and also has managed a company specializing in research concerning technology, patents, and chemical safety and providing technology information services. She has since contributed to improving the Company's management strategies by providing insights into the expansion of its business and technological domains, as well as advice on strengthening the management structure. The Company has nominated her as a candidate because it believes she can be expected to contribute to the establishment, maintenance, and enhancement of corporate governance as a Director who is an Audit and Supervisory Committee Member.</p> <p>[Independence]</p> <p>There are no personal, capital, or transactional relationships, or other interests between Ms. Chizu Sekine and the Company, and Ms. Sekine meets the independence criteria of the Company. The Company believes there is no risk of conflicts of interest with general shareholders.</p>			

- Notes: 1. There are no special interests between any of the candidates and the Company.
2. The Company has concluded a directors and officers liability insurance agreement stipulated in Article 430-3, paragraph (1) of the Companies Act with an insurance company, naming Directors of the Company as the insured. The directors and officers liability insurance agreement covers damages (legal compensation for damages, litigation expenses, etc.) that may be incurred in case any of the Directors who are insured receives a claim for damages arising from acts (including omission) in the course of their duties at the Company, and the insurance premium is fully paid for by the Company. However, there are certain exemptions, such as no coverage for damages arising from willful neglect of duties, acts of unlawfully receiving private gains or benefits, and criminal acts. If the above candidates are elected Directors and assume office, they will be insured under this directors and officers liability insurance agreement, and the agreement is scheduled to be renewed under the same terms during their term of office.
3. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has concluded agreements with Mr. Yuji Kamiya and Mr. Hitoshi Kumagai, who are currently Directors who are Audit and Supervisory Committee Members of the Company, to limit their liability for damages stipulated in Article 423, paragraph (1) of the Companies Act to the amount stipulated by laws and regulations. If they are reappointed, the Company plans to maintain the liability limitation agreements with them. In addition, pursuant to Article 427, paragraph (1) of the Companies Act, the Company has concluded agreements with Ms. Noriko Sakai and Ms. Chizu Sekine, who are currently non-executive Directors of the Company, to limit their liability for damages stipulated in Article 423, paragraph (1) of the Companies Act to the amount stipulated by laws and regulations. If they are appointed as Directors who are Audit and Supervisory Committee Members, the Company also plans to conclude the same liability limitation agreements with them.
4. The Company has notified Tokyo Stock Exchange, Inc. of the appointment of Mr. Hitoshi Kumagai, Ms. Noriko Sakai and Ms. Chizu Sekine as Independent Directors as stipulated by the Exchange. If they are reappointed or newly appointed, they will continue to assume their role as Independent Directors.
5. The number of shares held by the candidates indicated above represents the actual number of shares held, including the shareholding in the name of the Officers' Shareholding Association of the Company. (The numbers are rounded down to the nearest whole share.)
6. The above information of career summary, current positions and responsibilities at the Company, and significant concurrent positions of the candidates are as of the time of sending this notice.
7. Ms. Noriko Sakai and Ms. Chizu Sekine are currently Directors of the Company. Their attendance at the Board of Directors meetings and years of service as a Director shown above are for their role as Directors who are not Audit and Supervisory Committee Members.

[Reference] Skill Matrix – Planned after this Annual Shareholders Meeting

Name	Enhancement of corporate value					Company's sustainable growth				Business promotion			
	Corporate management	Finance/accounting	Internal control/corporate governance	Legal affairs/risk management	Human resources	Knowledge of the semiconductor industry	R&D/design	Global	Business strategy	Service strategy	Production/quality assurance/supply chain management	Sales	DX/IT
Directors	Kazunori Tsukada	●		●	●	●		●	●	●		●	●
	Hidehiro Yanagawa	●				●	●	●	●	●	●	●	●
	Masaki Nakamura	●	●	●		●		●					
	Masaaki Tsuruta Outside Independent	●		●		●	●	●	●				
	Mami Sasaki Outside Independent Female	●	●	●	●			●					
	Tsuyoshi Abe Outside Independent	●	●	●	●	●	●	●	●	●	●	●	●
	Yuji Kamiya	●	●	●	●	●		●					
Directors (Audit and Supervisory Members)	Hitoshi Kumagai Outside Independent	●	●	●				●					
	Noriko Sakai Outside Independent Female			●	●			●					
	Chizu Sekine Outside Independent Female	●	●	●			●	●	●				

*The above table does not list all of the expertise and experience of the Director nominees and Directors.