

(TRANSLATION FOR REFERENCE ONLY)

Securities Code Number: 4208

May 28, 2026

## UBE Corporation

### Notice of the 120th Ordinary General Meeting of Shareholders

**This document is an abridged translation of the Japanese original. It is for reference purposes for shareholders living outside Japan, and does not constitute a formal translation of the original notice. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation. Certain information, including the Company's business report and account documents, both consolidated basis and non-consolidated basis, has been intentionally omitted from the translation.**

May 28, 2026

Dear Shareholders:

You are cordially invited to attend the 120th Ordinary General Meeting of Shareholders of UBE Corporation (hereinafter "the Company") to be held as described below.

In convening this Ordinary General Meeting of Shareholders, the Company has taken measures for the electronic provision of the information that is contained in the reference materials for Ordinary General Meeting of Shareholders (Electronic Provision Matters), and posted the information on the Company's website on the Internet, so please access the below website.

The Company's website: <https://www.ube.com/ube/en/ir/shareinfo/meeting/>

In addition to the above, the information is also posted on the website of the Tokyo Stock Exchange (TSE). Please access the following website, enter the issue name ( U B E ) or securities code (4208), search for the company, and select "Basic Information" and then "Documents for Public Inspection/PR Information."

TSE website: <https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

In the event you will not attend the meeting in person, you may exercise your voting rights in writing (by mail) or electronically (by way of the Internet, etc.) Please take the time to review the Reference Documents for the Ordinary General Meeting of Shareholders below and refer to the "Guide to the Exercise of the Voting Rights" before exercising your voting rights.

Sincerely,

Yuki Nishida  
President and Representative Director  
UBE Corporation  
1978-96, Kogushi, Ube, Yamaguchi

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**Notes :**

- (1) If attending the meeting in person, please remember to bring the Voting Card and hand it to the receptionist. The reception for the meeting starts at 9:00 a.m.
- (2) Any revisions to this notice or Electronic Provision Matters shall be posted on the above websites.

1. Date and Time                    10:00 a.m. Thursday June 25, 2026
2. Place                                Watanabe Memorial Hall  
8-1, Asahimachi, Ube, Yamaguchi
3. Objectives of the Meeting  
Matters to be reported:
  1. Reports on the business report, the consolidated financial statements, and the results of the audits by both the Independent Accounting Auditors and the Audit and Supervisory Committee for the 120th fiscal year (from April 1, 2025 to March 31, 2026)
  2. Reports on the non-consolidated financial statements for the 120th fiscal year (from April 1, 2025 to March 31, 2026)

Proposals:

Proposal 1: Appropriation of surplus

Proposal 2: Election of eight Directors (excluding Directors who are Audit and Supervisory Committee Members)

Proposal 3: Election of one Director who is an Audit and Supervisory Committee Member
4. Other matters decided by the Board of Directors before convocation
  - (1) If you exercise your voting rights in writing (by mail) and do not indicate your approval or disapproval of a proposal, it will be treated as if you have indicated your approval of the Company's proposal.
  - (2) If you exercise your voting rights both by way of the Internet and in writing, the voting by way of the Internet will be considered valid. If you exercise your voting rights multiple times by way of the Internet, the last vote will be considered valid.
  - (3) Of the matters subject to electronic provision, the matters below are not included in the documents provided to shareholders who requested delivery of documents, in accordance with the provisions of relevant laws and Article 16 of the Articles of Incorporation of the Company.
    - 1) Employees and an overview of the system for ensuring the appropriateness of business operations and the status of its operation of Business Report
    - 2) Consolidated Statement of Changes in Equity and Notes to Consolidated Financial Statements
    - 3) Non-consolidated Balance Sheet, Non-consolidated Statement of Income, Non-consolidated Statement of Changes in Equity and Notes to Non-consolidated Financial Statements
    - 4) Transcript of the Independent Auditor's Report on the Financial Statements

Therefore, the documents provided to shareholders who requested delivery of documents are part of the documents audited by the Audit and Supervisory Committee and the Independent Accounting Auditors in preparing their audit reports.

Notes concerning the notice of resolutions of General Meeting of Shareholders

For the sake of saving resources, we have decided not to send out the notice of resolutions.

Details of the resolutions will be posted on our website after the General Meeting of Shareholders. We would appreciate your understanding.

## Guide to the Exercise of the Voting Rights

You may exercise your voting rights by following three methods.

1. Attending the General Meeting of Shareholders

If you attend the General Meeting of Shareholders to exercise your voting right, please submit the enclosed Voting Card at the reception.

You can exercise your voting rights by designating a shareholder who has voting rights and will attend the General Meeting of Shareholders as your delegate. In such case, a Power of Attorney will need to be submitted in accordance with the provisions of Articles of Incorporation.

Please understand that admission to the venue may be denied due to the number of seats available.

Date and Time of the General Meeting of Shareholders	10:00 a.m. Thursday June 25, 2026 (The reception is scheduled to open at 9:00 a.m.)
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2. In case of not Attending the General Meeting of Shareholders

(1) Exercising the Voting Rights by Mail

If you exercise your voting right by mail, please indicate your approval or disapproval of each of the proposals in the space provided on the Voting Card and return the Voting Card to the Company.

Exercise Due Date	Received by 5:00 p.m., Wednesday June 24, 2026 (Japan Time)
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(2) Exercising the Voting Rights by way of the Internet

If you exercise your voting right by way of the Internet, Please access the Company's designated Voting Web Site (<https://evote.tr.mufg.jp/>) to exercise your voting rights online, and enter your vote of approval or disapproval for each proposal.

Exercise Due Date	Input by 5:00 p.m., Wednesday June 24, 2026 (Japan Time)
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[ For Institutional Investors ]

Nominal shareholders such as trust banks acting as administrator (including standing proxies) can also use the electronic voting platform as an electromagnetic means to exercise their voting rights at the General Meeting of Shareholders of the Company, if they apply in advance for the use of the electronic voting platform operated by ICJ Inc.

## Reference Documents for the General Meeting of Shareholders

## Proposals and related matters

## Proposal 1: Appropriation of surplus

Taking into comprehensive consideration the business results of the fiscal year ended March 31, 2026, future business development, and other factors, the Company proposes to pay the year-end dividend for the fiscal year as follows.

## (1) Type of dividend property

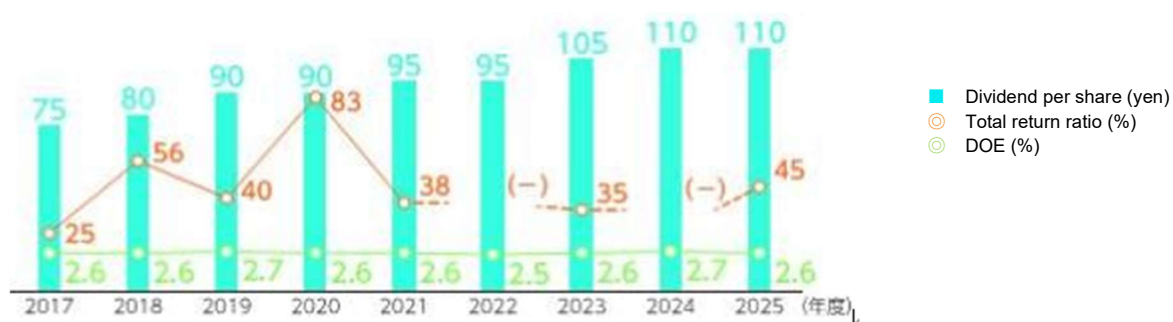
Cash

## (2) Matters concerning the allocation of dividend property to shareholders and the total amount thereof

55 yen per common share; total dividend amount is 5,342,985,560 yen

\* The annual dividend for the fiscal year under review will be 110 yen per share, including an interim dividend of 55 yen.

## (3) Effective date of the distribution of surplus: June 26, 2026



The Company will emphasize Dividend on Equity (DOE) and the consolidated total return ratio (including acquisition of own shares).

The Company will aggressively invest for growth based on its own capital and cash flow status and further enhance shareholder returns in the future.

Proposal 2: Election of eight Directors (excluding Directors who are Audit and Supervisory Committee Members)

The term of office of all six Directors (excluding those who are Audit and Supervisory Committee Members) will expire at the close of this General Meeting of Shareholders pursuant to Article 20 of the Articles of Incorporation.

Accordingly, in order to further strengthen the business oversight function of the Board of Directors and the corporate governance system, it is proposed to increase the number of Directors by two and elect a total of eight Directors (excluding those who are Audit and Supervisory Committee Members).

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

Candidate No.	Name	Title, and area(s) of responsibility		Years in office
1	Masato Izumihara	Chairman of the Board of Directors	Reelection	8 years
2	Yuki Nishida	President and Representative Director President and Executive Officer, CEO	Reelection	2 years
3	Hirota Ishikawa	Representative Director and Managing Executive Officer CFO, CRO with responsibility for Sustainability Dept., Corporate Communications Dept., Corporate Management Dept., Accounting Dept., and Finance Dept.	Reelection	3 years
4	Ryo Kawamura	Director and Managing Executive Officer CHRO, CCO with responsibility for Human Resources Dept., Talent Strategy Dept., General Affairs Dept., Legal Dept., and Intellectual Property Dept.	Reelection	1 year
5	Shino Nakada	Executive Officer with responsibility for Internal Audit Dept.	New	—
6	Takefumi Fukumizu	Outside Director	Reelection Outside Director candidate Independent Director candidate	4 years
7	Tsugio Mitsuoka	Outside Director	Reelection Outside Director candidate Independent Director candidate	3 years
8	Yuki Kanzaki	—	New Outside Director candidate Independent Director candidate	—

Notes 1. Contents of Limited Liability Contract

The Company has entered into an agreement with each of its Directors (excluding those who are executive directors) to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act as a Director based on Article 427, Paragraph 1 of the same Act. The limit to liability under the contract is the minimum amount stipulated by law. If the reelections of Mr. Masato Izumihara, Mr. Takefumi Fukumizu, and Mr. Tsugio Mitsuoka are approved, the Company plans to continue their contracts. If the election of Ms. Yuki Kanzaki is approved, the Company plans to enter into an agreement with her with similar content.

2. Contents of Compensation Agreement

The Company has entered into an agreement with its Directors to compensate them for the expenses stipulated in Article 430-2, Paragraph 1, Item 1 of the Companies Act and for losses stipulated in Item 2 of the same paragraph within the range stipulated by law. As a measure to ensure that the appropriateness of the execution of business by officers is unimpaired by the agreement, the agreement mainly stipulates the upper limit of compensation and acknowledges the need for compensation by the compensation committee. If the reelections of Mr. Masato Izumihara, Mr. Yuki Nishida, Mr. Hirota Ishikawa, Mr. Ryo Kawamura, Mr. Takefumi Fukumizu, and Mr. Tsugio Mitsuoka are approved, the agreement will be continued, and if the elections of Ms. Shino Nakada and Ms. Yuki Kanzaki are approved, the Company plans to enter into an agreement with them with similar content.

3. Contents of Company Directors and Officers Liability Insurance


The Company has concluded a contract for directors and officers liability insurance (D&O insurance) with an insurance company. The scope of the insured persons under the contract includes directors, auditors, executive officers, management employees,<sup>\*1</sup> outside dispatched officers,<sup>\*2</sup> resigned directors and auditors, and their successors at the Company and its subsidiaries. Insured events covered include corporate litigation, shareholder litigation, and third party litigation. As a measure to ensure that the appropriateness of the execution of business by the insured is not impaired by the contract, the contract stipulates that no compensation will be paid if the total insurance payment limit for the insurance period is exceeded or for damages arising from the receipt of personal profits, intentional violation of laws and regulations, criminal acts, etc. The insurance premiums for this contract are paid entirely by the companies at which the insured directors and officers perform their duties. If the election of each candidate is approved, he/she will be included in the insured persons of the contract. The Company plans to conclude a contract with the same content when the insurance period expires.

\*1 Management employee: Refers to a person who has been appointed as a "major employee" under the Companies Act by a resolution of the Board of Directors.

\*2 Outside dispatched officer: If a person from the Company or a subsidiary becomes an officer of a domestic corporation other than the Company and its subsidiaries, regardless of the position held by the person in the Company or subsidiary, the insurance will cover liability arising from his/her duties in the corporation. However, dispatch to corporations outside of Japan is not covered by the insurance.

◆ The opinion of the Audit and Supervisory Committee

With respect to the election of directors (excluding those who are Audit and Supervisory Committee Members, the same shall apply hereunder) of the Company, as a result of reviewing the deliberations by the Board of Directors, as well as the deliberations by the Nomination Committee, which was attended by Outside Directors who are Audit and Supervisory Committee Members as observers, the Audit and Supervisory Committee confirmed that the director candidates and their selection process are appropriate, and there are no particular matters to be pointed out.

1		<h2>Masato Izumihara</h2> <div style="border: 1px solid black; padding: 2px; display: inline-block; margin-top: 10px;">Reelection</div> <ul style="list-style-type: none"> <li>■ Date of birth : January 8, 1961</li> <li>■ Years in office : 8 years</li> <li>■ Number of the Company's shares owned : 65,300</li> <li>■ Attendance at the Board of Directors meetings : 13/13</li> </ul>
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[Reasons for nomination as a candidate for Director]

Mr. Masato Izumihara has a wide range of business experience mainly in the chemicals and corporate management units and has served as Group CFO, President of the Chemicals Company, and Representative Director and President. Since April 2025, he has served as Chairman of the Board of Directors, providing advice and oversight on overall management, and has made significant contributions to enhancing corporate value and strengthening governance.

In light of his extensive experience and achievements, we expect that he will continue to appropriately fulfill his role in the decision-making on important matters and the supervision of management execution on the Board of Directors. Therefore, we have re-nominated him as a candidate for Director.

[Summary of career, title, area(s) of responsibility, and important concurrent positions]

April 1983    Joined the Company  
 April 2010    Executive Officer of the Company  
 June 2011    Director and Executive Officer  
 April 2013    Director and Managing Executive Officer  
 April 2018    Senior Managing Executive Officer  
 June 2018    Director and Senior Managing Executive Officer  
 April 2019    President and Representative Director, President and Executive Officer, and CEO  
 April 2025    Chairman of the Board (current position)

[Important concurrent positions and special interests between the candidate and the Company]

There are no important concurrent positions held by the candidate.

There is no special interest between Mr. Masato Izumihara and the Company.

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## Yuki Nishida

Reelection

- Date of birth : January 16, 1962
- Years in office : 2 years
- Number of the Company's shares owned : 44,200
- Attendance at the Board of Directors meetings : 13/13

### [Reasons for nomination as a candidate for Director]

Mr. Yuki Nishida has extensive experience across all aspects of the chemical business, including production, research and development, sales, and overseas assignments. From April 2022, he was responsible for the production and technology units, DX promotion, and the North American C1 Chemicals Project while also promoting business structure reform. Since April 2025, he has served as President and Representative Director, promoting the new medium-term management plan and leading business portfolio transformation and sustainable management.

Given his extensive experience and strong leadership, we expect that he will continue to appropriately fulfill his role in the decision-making on important matters and the supervision of management execution on the Board of Directors. Therefore, we have re-nominated him as a candidate for Director.

### [Summary of career, title, area(s) of responsibility, and important concurrent positions]

- April 1987 Joined the Company
- April 2016 Executive Officer of the Company
- April 2019 Managing Executive Officer
- April 2022 Senior Managing Executive Officer
- June 2024 Representative Director and Senior Managing Executive Officer
- April 2025 President and Representative Director, President and Executive Officer, CEO (current position)

### [Important concurrent positions and special interests between the candidate and the Company]

There are no important concurrent positions held by the candidate.

There is no special interest between Mr. Yuki Nishida and the Company.

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## Hirotaka Ishikawa

Reelection

- Date of birth : September 14, 1965
- Years in office : 3 years
- Number of the Company's shares owned : 10,800
- Attendance at the Board of Directors meetings : 13/13

### [Reasons for nomination as a candidate for Director]

Mr. Hirotaka Ishikawa has extensive experience in the chemicals, human resources and labor, and corporate management units and has held key positions in accounting and finance, IR and public relations, and corporate planning. As CFO and CRO, he has been leading financial strategy and capital policy initiatives while working to strengthen the risk management framework.

In light of his extensive experience and advanced knowledge, we expect that he will continue to appropriately fulfill his role in the decision-making on important matters and the supervision of management execution on the Board of Directors. Therefore, we have re-nominated him as a candidate for Director.

### [Summary of career, title, area(s) of responsibility, and important concurrent positions]

- April 1989 Joined the Company
- April 2023 Executive Officer and CFO
- June 2023 Director, Executive Officer, and CFO
- April 2025 Representative Director, Managing Executive Officer, and CFO
- July 2025 Representative Director, Managing Executive Officer, CFO, and CRO (current position)

### [Important concurrent positions and special interests between the candidate and the Company]

There are no important concurrent positions held by the candidate.

There is no special interest between Mr. Hirotaka Ishikawa and the Company.

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## Ryo Kawamura

Reelection

- Date of birth : June 13, 1967
- Years in office : 1 year
- Number of the Company's shares owned : 5,500
- Attendance at the Board of Directors meetings : 10/10

### [Reasons for nomination as a candidate for Director]

Mr. Ryo Kawamura has been engaged in the legal unit for many years and possesses advanced expertise in corporate legal affairs. As CRO and CCO, he has overseen risk management and compliance. Since April 2026, he has also served as CHRO, leading the promotion of human resources and talent strategies. By overseeing areas such as legal affairs, compliance, human resources, and general affairs, he has contributed to ensuring sound management.

In light of his extensive experience and advanced knowledge, we expect that he will continue to appropriately fulfill his role in the decision-making on important matters and the supervision of management execution on the Board of Directors. Therefore, we have re-nominated him as a candidate for Director.

### [Summary of career, title, area(s) of responsibility, and important concurrent positions]

- April 1991 Joined the Company
- April 2023 Executive Officer of the Company
- April 2024 Executive Officer, CRO, and CCO
- June 2025 Director, Executive Officer, CRO, and CCO
- April 2026 Director, Managing Executive Officer, CHRO, and CCO (current position)

### [Important concurrent positions and special interests between the candidate and the Company]

There are no important concurrent positions held by the candidate.

There is no special interest between Mr. Ryo Kawamura and the Company.

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## Shino Nakada

New

- Date of birth : February 5, 1968
- Years in office : —
- Number of the Company's shares owned : 2,700
- Attendance at the Board of Directors meetings : —

### [Reasons for nomination as a candidate for Director]

Following extensive experience in a wide range of areas, including group company management, IR, and purchasing and logistics, Ms. Shino Nakada has led the enhancement of the Company's audit functions and internal controls as General Manager of the Internal Audit Dept. and possesses abundant knowledge and a high level of expertise regarding the Company's overall business activities. She is also well-versed in the Company's management policies and business characteristics and has worked to enhance the soundness and transparency of management through objective observations and recommendations.

In light of her extensive experience and advanced knowledge, we expect that she will appropriately fulfill her role in the decision-making on important matters and the supervision of management execution on the Board of Directors. Therefore, we have nominated her as a new candidate for Director.

### [Summary of career, title, area(s) of responsibility, and important concurrent positions]

April 1990 Joined the Company

April 2026 Executive Officer (current position)

### [Important concurrent positions and special interests between the candidate and the Company]

There are no important concurrent positions held by the candidate.

There is no special interest between Ms. Shino Nakada and the Company.

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## Takefumi Fukumizu

Reelection
Outside
Independent

- Date of birth : February 25, 1952
- Years in office : 4 years
- Number of the Company's shares owned : 3,700
- Attendance at the Board of Directors meetings : 13/13

[Reasons for nomination as a candidate for Outside Director and expected roles, etc.]

Mr. Takefumi Fukumizu has held key positions at the Ministry of Economy, Trade and Industry and has been extensively involved in industrial policy, industrial technology, and small and medium-sized enterprise administration. He also has experience serving as Chairman and President at NEDO and possesses advanced knowledge from both public policy and industrial perspectives. From an independent standpoint, he supervises overall management and provides effective advice and recommendations.

In light of his extensive experience and advanced knowledge, we expect that he will continue to appropriately fulfill his role in the decision-making on important matters and the supervision of management execution on the Board of Directors. Therefore, we have re-nominated him as a candidate for Outside Director.

[Summary of career, title, area(s) of responsibility, and important concurrent positions]

- April 1976 Joined the Ministry of International Trade and Industry (now the Ministry of Economy, Trade and Industry)
- June 2004 Director-General, Kansai Bureau of Economy, Trade and Industry
- July 2006 Director-General, Regional Economic and Industrial Policy
- July 2007 Director-General, Small and Medium Enterprise Agency
- July 2008 Chairman, NEDO
- August 2009 President, NEDO
- April 2013 Vice President, Japan Alcohol Corporation
- February 2017 President, Japan Testing Center for Construction Materials
- June 2022 Outside Director of the Company (current position)

[Important concurrent positions and special interests between the candidate and the Company, and matters regarding independency]

There are no important concurrent positions held by the candidate.

There is no special interest between Mr. Takefumi Fukumizu and the Company.

In accordance with the rules of Tokyo Stock Exchange, Inc. (TSE), the Company has designated Mr. Takefumi Fukumizu as an independent director who is unlikely to engender a conflict of interest with general shareholders, and it has notified the TSE of such designation.

7



## Tsugio Mitsuoka

Reelection
Outside
Independent

- Date of birth : October 13, 1954
- Years in office : 3 years
- Number of the Company's shares owned : 1,900
- Attendance at the Board of Directors meetings : 13/13

[Reasons for nomination as a candidate for Outside Director and expected roles, etc.]

Mr. Tsugio Mitsuoka has served as Representative Director and President, as well as Chairman of the Board, of IHI Corporation, leading the growth of its global business and organizational reforms. He possesses extensive experience and advanced knowledge in all aspects of management at large-scale manufacturing companies. From an independent standpoint, he supervises overall management and provides effective advice and recommendations.

In light of his extensive experience and advanced knowledge, we expect that he will continue to appropriately fulfill his role in the decision-making on important matters and the supervision of management execution on the Board of Directors. Therefore, we have re-nominated him as a candidate for Outside Director.

[Summary of career, title, area(s) of responsibility, and important concurrent positions]

- April 1980 Joined Ishikawajima-Harima Heavy Industries Co., Ltd. (currently IHI Corporation)
- April 2010 Executive Officer, Vice President of Aero Engine & Space Operations, IHI Corporation
- April 2013 Managing Executive Officer, President of Aero Engine & Space Operations, IHI Corporation
- June 2014 Director, Managing Executive Officer, President of Aero Engine & Space Operations, IHI Corporation
- April 2016 Representative Director and President, Chief Operating Officer, IHI Corporation
- April 2017 Representative Director and President, Chief Executive Officer, IHI Corporation
- April 2020 Representative Director and Chairman of the Board and President, Chief Executive Officer, IHI Corporation
- June 2020 Representative Director and Chairman of the Board, Chief Executive Officer, IHI Corporation
- March 2021 Representative Director, Japanese Aero Engines Corporation (current position)
- April 2021 Representative Director and Chairman of the Board, IHI Corporation
- May 2022 Chairman, The Society of Japanese Aerospace Companies
- June 2023 Outside Director of the Company (current position)
- April 2024 Director and Chairman of the Board, IHI Corporation
- April 2026 Director, IHI Corporation (current position)

[Important concurrent positions and special interests between the candidate and the Company, and matters regarding independency]

Organization where concurrent position is held	Position	Transaction matter, etc.	Value for comparison and percentage of transaction volume
IHI Corporation	Director	Sale of chemical products	Less than 1% of the Company's net sales

The Company has no special relationship with IHI Corporation. Mr. Tsugio Mitsuoka is a director of IHI Corporation who is not engaged in its business execution. As such, the Company has determined that his independence is not impaired by this role.

There is no special interest between Mr. Tsugio Mitsuoka and the Company.

In accordance with the rules of Tokyo Stock Exchange, Inc. (TSE), the Company has designated Mr. Tsugio Mitsuoka as an independent director who is unlikely to engender a conflict of interest with general shareholders and has notified the TSE of such designation.

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## Yuki Kanzaki

New
Outside
Independent

- Date of birth : April 24, 1963
- Years in office : —
- Number of the Company's shares owned : —
- Attendance at the Board of Directors meetings : —

[Reasons for nomination as a candidate for Outside Director and expected roles, etc.]

Ms. Yuki Kanzaki has extensive experience in a wide range of areas at Kirin Brewery Company, Limited, including production management, quality assurance, and research and development. After serving as a plant manager, she led the operation of major production sites and the strengthening of production systems as an executive officer in the Production Division. In addition, as President and CEO of Kyowa Hakko Bio Co., Ltd., she spearheaded corporate management and business structure reforms, making significant contributions to organizational culture reform and the reestablishment of the earnings base.

In light of her extensive experience and advanced knowledge, we expect that she will appropriately fulfill her role in the decision-making on important matters and the supervision of management execution on the Board of Directors. Therefore, we have nominated her as a new candidate for Outside Director.

[Summary of career, title, area(s) of responsibility, and important concurrent positions]

- March 1992 Joined Kirin Brewery Co., Ltd. (currently Kirin Holdings Company, Limited)
- March 2015 Executive Officer, General Manager of Kobe Plant, Production Division, Kirin Brewery Co., Ltd.
- March 2017 Executive Officer, General Manager of Yokohama Plant, Production Division, Kirin Brewery Co., Ltd.
- March 2019 Senior Executive Officer, General Manager of Yokohama Plant, Production Division, Kirin Brewery Co., Ltd.
- March 2020 Senior Executive Officer, General Manager of Corporate Strategy Department, Kyowa Hakko Bio Co., Ltd.
- January 2022 President and CEO, Kyowa Hakko Bio Co., Ltd.
- March 2022 Senior Executive Officer, Kirin Holdings Company, Limited and President and CEO, Kyowa Hakko Bio Co., Ltd.
- March 2025 Outside Director, Daifuku Co., Ltd. (current position)
- June 2025 Outside Director, Toyobo Co., Ltd. (current position)

[Important concurrent positions and special interests between the candidate and the Company, and matters regarding independency]

Organization where concurrent position is held	Position	Transaction matter, etc.	Value for comparison and percentage of transaction volume
Daifuku Co., Ltd.	Outside Director	None	—
Toyobo Co., Ltd.	Outside Director	Sale of chemical products	Less than 1% of the Company's net sales

The Company has no special relationship with any of the organizations above.

There is no special interest between Ms. Yuki Kanzaki and the Company.

In accordance with the rules of Tokyo Stock Exchange, Inc. (TSE), the Company has designated Ms. Yuki Kanzaki as an independent director who is unlikely to engender a conflict of interest with general shareholders and has notified the TSE of such designation.

Proposal 3: Election of one Director who is an Audit and Supervisory Committee Member

The term of office of Ms. Satoko Suzuki, Director who is an Audit and Supervisory Committee Member, will expire at the close of this General Meeting of Shareholders pursuant to Article 20 of the Articles of Incorporation, and the election of one Director is hereby proposed.

This proposal is made with the consent of the Audit and Supervisory Committee.

The candidate for Director who is an Audit and Supervisory Committee Member is as follows:

Name	Title, and area(s) of responsibility		Years in office
Satoko Suzuki	Outside Director who is an Audit and Supervisory Committee Member	Reelection Outside Director candidate Independent Director candidate	4 years

Notes 1. Contents of Limited Liability Contract

The Company has entered into an agreement with each of its Directors (excluding those who are executive directors) to limit their liability for damages under Article 423, Paragraph 1 of the Companies Act as a Director based on Article 427, Paragraph 1 of the same Act. The limit to liability under the contract is the minimum amount stipulated by law. If the reelection of Ms. Satoko Suzuki is approved, the Company plans to continue her contract.

2. Contents of Compensation Agreement


The Company has entered into an agreement with its Directors to compensate them for the expenses stipulated in Article 430-2, Paragraph 1, Item 1 of the Companies Act and for losses stipulated in Item 2 of the same paragraph within the range stipulated by law. As a measure to ensure that the appropriateness of the execution of business by officers is unimpaired by the agreement, the agreement mainly stipulates the upper limit of compensation and acknowledges the need for compensation by the compensation committee. If the reelection of Ms. Satoko Suzuki is approved, the Company plans to continue her contract.

3. Contents of Company Directors and Officers Liability Insurance

The Company has concluded a contract for directors and officers liability insurance (D&O insurance) with an insurance company. The scope of the insured persons under the contract includes directors, auditors, executive officers, management employees,\*1 outside dispatched officers,\*2 resigned directors and auditors, and their successors at the Company and its subsidiaries. Insured events covered include corporate litigation, shareholder litigation, and third party litigation. As a measure to ensure that the appropriateness of the execution of business by the insured is not impaired by the contract, the contract stipulates that no compensation will be paid if the total insurance payment limit for the insurance period is exceeded or for damages arising from the receipt of personal profits, intentional violation of laws and regulations, criminal acts, etc. The insurance premiums for this contract are paid entirely by the companies at which the insured directors and officers perform their duties. The Company plans to conclude a contract with the same content when the insurance period expires.

\*1 Management employee: Refers to a person who has been appointed as a "major employee" under the Companies Act by a resolution of the Board of Directors.

\*2 Outside dispatched officer: If a person from the Company or a subsidiary becomes an officer of a domestic corporation other than the Company and its subsidiaries, regardless of the position held by the person in the Company or subsidiary, the insurance will cover liability arising from his/her duties in the corporation. However, dispatch to corporations outside of Japan is not covered by the insurance.

	<h2>Satoko Suzuki</h2>	<table border="1" style="margin: auto;"> <tr> <td style="background-color: #0056b3; color: white; padding: 2px;">Reelection</td> </tr> <tr> <td style="background-color: #0056b3; color: white; padding: 2px;">Outside</td> </tr> <tr> <td style="background-color: #808080; color: white; padding: 2px;">Independent</td> </tr> </table>	Reelection	Outside	Independent
	Reelection				
Outside					
Independent					
<ul style="list-style-type: none"> <li>■ Date of birth : November 22, 1973</li> <li>■ Years in office : 4 years</li> <li>■ Number of the Company's shares owned : 1,800</li> <li>■ Attendance at the Board of Directors meetings : 13/13</li> <li>■ Attendance at the Audit and Supervisory Committee meetings : 17/17</li> </ul>					

[Reasons for nomination as a candidate for Outside Director who is an Audit and Supervisory Committee Member and expected roles, etc.]

In addition to her advanced expertise as a certified public accountant and tax accountant, Ms. Satoko Suzuki has experience serving as an outside officer at listed companies. Leveraging her extensive expertise in finance, accounting and internal control, she has objectively supervised business execution as a member of the Audit and Supervisory Committee, contributing to the development and operation of internal controls and the assurance of appropriate disclosure.

In light of her extensive experience and advanced knowledge, we expect that she will continue to appropriately fulfill her role in enhancing the effectiveness of audits and strengthening governance. Therefore, we have re-nominated her as a candidate for Outside Director who is an Audit and Supervisory Committee Member.

Although she has not been involved in corporate management other than as an outside officer, we have determined that she will be able to appropriately perform her duties as an Outside Director for the reasons stated above.

[Summary of career, title, area(s) of responsibility, and important concurrent positions]

October 1996	Joined Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC)
September 2003	Registered certified public accountant
August 2005	Opened Suzuki Satoko CPA Office, representative (current position)
March 2006	Registered tax accountant
September 2012	Director, Non-profit Accounting & Tax Professionals Network
July 2015	Supervisory Director, Ichigo Hotel REIT Investment Corporation
June 2019	Outside Director, Bull-Dog Sauce Co., Ltd.
June 2022	Outside Director of the Company (current position)
June 2023	Outside Corporate Auditor, Helios Techno Holding Co., Ltd. (current position)
June 2024	Outside Director and Audit and Supervisory Committee Member, Sojitz Corporation (current position)

[Important concurrent positions and special interests between the candidate and the Company, and matters regarding independency]

Organization where concurrent position is held	Position	Transaction matter, etc.	Value for comparison and percentage of transaction volume
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Suzuki Satoko CPA Office	Representative	None	—
Helios Techno Holding Co., Ltd.	Outside Corporate Auditor	None	—
Sojitz Corporation	Outside Director and Audit and Supervisory Committee Member	Sale of chemical products	Approximately 1% of the Company's net sales (Not of a scale constituting a major business relationship)

Although the Company has transactions related to chemical products with Sojitz Corporation, such transactions account for approximately 1% of the Company's net sales (not of a scale constituting a major business relationship). Furthermore, since Ms. Satoko Suzuki serves as an Outside Director (Audit and Supervisory Committee Member) who does not engage in its business execution, we have determined that this does not impair her independence.

There is no special interest between Ms. Satoko Suzuki and the Company.

In accordance with the rules of Tokyo Stock Exchange, Inc. (TSE), the Company has designated Ms. Satoko Suzuki as an independent director who is unlikely to engender a conflict of interest with general shareholders and has notified the TSE of such designation.

(Reference) Skill Matrix of the Directors (assuming each candidate is elected at this Ordinary General Meeting of Shareholders)

Areas of expertise expected of each Director										
	Name	Inside/Outside	Corporate management and management strategy	Finance and accounting	Sales and marketing	Manufacturing, technology, R&D, and IT/DX	Compliance and risk management	Sustainability (environment and society)	Human resource management	Internationality
Directors (excluding those who are Audit and Supervisory Committee Members)	Masato Izumihara		✓	✓	✓			✓		
	Yuki Nishida		✓		✓	✓		✓		✓
	Hiroataka Ishikawa			✓				✓	✓	
	Ryo Kawamura						✓		✓	✓
	Shino Nakada			✓			✓	✓		
	Takefumi Fukumizu	Outside	✓			✓			✓	
	Tsugio Mitsuoka	Outside	✓			✓	✓	✓		
	Yuki Kanzaki	Outside	✓			✓	✓		✓	
Directors who are Audit and Supervisory Committee Members	Masayuki Fujii			✓	✓		✓			✓
	Tamesaburo Yamamoto	Outside					✓	✓	✓	
	Satoko Suzuki	Outside		✓			✓	✓		
	Tatsuya Tanaka	Outside	✓		✓	✓				✓

Areas of expertise expected	Roles expected
Corporate management and management strategy	Overseeing initiatives to enhance corporate value by addressing management challenges at UBE through the utilization of management experience at corporations and other organizations, as well as expertise in organizational management and business strategy
Finance and accounting	Providing advice and making appropriate judgments on capital policies, financial strategies, and financial reporting based on experience and expertise in finance and accounting
Sales and marketing	Providing advice and making appropriate judgments on sales and marketing policies, strategies, and the allocation of management resources based on experience and expertise in sales and marketing
Manufacturing, technology, R&D, and IT/DX	Providing advice and making appropriate judgments on policies, strategies, and the allocation of management resources in product manufacturing, technology development, research and development, and IT/DX through the utilization of experience and expertise in technology-related fields
Compliance and risk management	Providing oversight and advice on compliance and risk management initiatives based on experience and expertise in compliance and risk management
Sustainability (environment and society)	Providing oversight and advice on sustainability initiatives based on experience and expertise in a wide range of sustainability areas, including environmental and social issues
Human resource management	Providing advice and making appropriate judgments on the UBE Group's human resource management initiatives through the utilization of experience and expertise in areas such as human resources, labor relations, and talent development
Internationality	Providing oversight and advice on the UBE Group's global expansion and efforts to address challenges through the utilization of experience and expertise in global business