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Securities code: 5932  
August 11, 2021

**To Shareholders with Voting Rights:**

Shozo Hirano  
President, Chief Executive Officer  
Sankyo Tateyama, Inc.  
70 Hayakawa, Takaoka City, Toyama,  
Japan

**NOTICE OF  
THE 76th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We hereby inform you that the 76th Annual General Meeting of Shareholders of Sankyo Tateyama, Inc. (the “Company”) will be held as described below.

**To prevent COVID-19 from spreading, we request that you consider exercising your voting rights in writing in advance and refrain, if at all possible, from attending the meeting in person. If you will exercise your voting rights in advance, please review the attached Reference Documents for the General Meeting of Shareholders and return the enclosed Voting Rights Exercise Form so that it can reach us no later than 5:20 p.m. on Thursday, August 26, 2021.**

- 1. Date and Time:** Friday, August 27, 2021 at 10:00 a.m. Japan time
- 2. Place:** Large Hall, 2nd Floor, Showroom, Head Office,  
Sankyo Tateyama, Inc.  
70 Hayakawa, Takaoka City, Toyama, Japan
- 3. Meeting Agenda:**  
**Matters to be reported:** The Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements for the Company’s 76th Fiscal Year (June 1, 2020 - May 31, 2021) and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board

**Proposals to be resolved:**

- Proposal 1:** Appropriation of Surplus
- Proposal 2:** Election of Seven (7) Directors (Excluding Directors Concurrently Serving as Audit & Supervisory Board Members)
- Proposal 3:** Election of Five (5) Directors Concurrently Serving as Audit & Supervisory Board Members
- Proposal 4:** Election of One (1) Substitute Director Concurrently Serving as an Audit & Supervisory Board Member

- If you attend the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.
- Of the documents attached to this Notice, “Notes to Consolidated Financial Statements” in the Consolidated Financial Statements and “Notes to Non-consolidated Financial Statements” in the Non-consolidated Financial Statements are posted on the Company’s website (<https://www.st-grp.co.jp/>) on the

Internet in accordance with the provisions of laws and regulations as well as Article 18 of the Company's Articles of Incorporation, and therefore are not provided in the attachment to this Notice. The Consolidated Financial Statements and Non-consolidated Financial Statements contained in this Notice form part of the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Accounting Auditor and the Audit & Supervisory Board in the preparation of the Accounting Auditor's Report and the Audit & Supervisory Board's Report.

- Should the Business Report, Consolidated Financial Statements, Non-consolidated Financial Statements, or Reference Documents for the General Meeting of Shareholders require revisions, the revised versions will be posted on the Company's website (<https://www.st-grp.co.jp/>).

## Reference Documents for the General Meeting of Shareholders

### Proposal 1: Appropriation of Surplus

Taking into consideration multiple factors, including its business performance for the fiscal year under review and the business environment, the Company proposes to distribute a year-end dividend of 15 yen per share for the fiscal year under review as described below.

#### Items Related to Year-end Dividend

1. Type of dividend property  
Cash
2. Items related to the allocation of dividend property to shareholders and its total amount  
¥15 per ordinary share Total: ¥471,972,675
3. Effective date of distribution of surplus  
August 30, 2021

**Proposal 2:** Election of Seven (7) Directors (Excluding Directors Concurrently Serving as Audit & Supervisory Board Members)

All eight (8) Directors (excluding Directors concurrently serving as Audit & Supervisory Board Members) will complete their terms of office at the conclusion of this General Meeting of Shareholders. Accordingly, the election of seven (7) Directors (excluding Directors concurrently serving as Audit & Supervisory Board Members) is proposed.

The candidates are as follows:

No.	Name	Current positions and responsibilities at the Company	Attendance at the Board of Directors meetings
1	Shozo Hirano [Reappointment]	President, Chief Executive Officer, the Company President, Sankyo Material Company	17/17
2	Satoshi Kurosaki [Reappointment]	Vice President, Vice President Executive Officer Responsible for Corporate Planning Management Office, Global Business Office, and Corporate Audit Department Chief of Global Business, the Company	17/17
3	Kazuhito Ikeda [Reappointment]	Director, Managing Executive Officer, the Company President, Tateyama Advance Company	17/17
4	Takahiro Nishi [Reappointment]	Director, Managing Executive Officer, the Company President, Sankyo Alumi Company	14/14
5	Tsuneaki Yoshida [Reappointment]	Director, Managing Executive Officer General Manager, Corporate Administration and Human Resources Office and General Manager, Information Systems Office, the Company	14/14
6	Kensuke Kubota [Reappointment]	Director, Managing Executive Officer General Manager, Finance and Accounting Office, the Company	14/14
7	Naoko Takeshima [Reappointment] [Outside] [Independent]	Outside Director, the Company	16/17

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Shozo Hirano (April 28, 1958)  [Reappointment]	April 1982      Joined Sankyo Aluminium Industry Co., Ltd. June 2008      General Manager, Chiba Branch, Sankyo Tateyama Alumi, Inc. June 2011      General Manager, Building Fixtures Department, Building Business Division, Sankyo Tateyama Alumi, Inc. June 2012      General Manager, Building Fixtures Department, Building Business Division, Sankyo Alumi Company, the Company June 2014      Business Officer, Sankyo Alumi Company, the Company August 2015     Director, Executive Officer, the Company June 2017      Director, Executive Officer, the Company President and Business Officer, Global Business, Sankyo Material Company June 2018      Director, Executive Officer, General Manager, Global Business Office, and Chief Global Executive Officer, the Company President, Sankyo Material Company June 2019      Director, Executive Officer, the Company President, Sankyo Material Company August 2019     Director, Senior Managing Executive Officer, the Company President and Chief of Global Business, Sankyo Material Company June 2020      Director, Senior Managing Executive Officer, Responsible for Global Business Office, the Company President and Chief of Global Business, Sankyo Material Company August 2020     President, Chief Executive Officer, the Company President, Sankyo Material Company (current positions)	13,300 ordinary shares
[Reason for nomination] Having been primarily involved in construction materials sales operations, Mr. Shozo Hirano is currently President and Chief Executive Officer of the Company and President of Sankyo Material Company, an in-house company. Considering that he has a wealth of operational experience at the Company and knowledge of the Group's overall management, the Company renominates him as a candidate for Director.			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
2	Satoshi Kurosaki (November 13, 1955)  [Reappointment]	<p>April 1978      Joined Sankyo Aluminium Industry Co., Ltd.</p> <p>April 2005      General Manager, Human Resources Department, Sankyo Aluminium Industry Co., Ltd.</p> <p>August 2005     General Manager, Corporate Planning Office, Sankyo-Tateyama Holdings, Inc. General Manager, Corporate Planning Office, Sankyo Aluminium Industry Co., Ltd.</p> <p>June 2006       General Manager, Corporate Planning Office, Sankyo-Tateyama Holdings, Inc. General Manager, Corporate Planning Department, Sankyo Tateyama Alumi, Inc.</p> <p>June 2008       Deputy General Manager, Purchasing Division, Sankyo Tateyama Alumi, Inc.</p> <p>June 2009       General Manager, Purchasing Division, Sankyo Tateyama Alumi, Inc.</p> <p>June 2012       General Manager, Tokai Housing Fixtures Branch, Sankyo Alumi Company, the Company</p> <p>June 2015       General Manager, Corporate Administration and Human Resources Office, the Company</p> <p>August 2015     Director, General Manager, Corporate Administration and Human Resources Office, the Company</p> <p>August 2017     Director, General Manager, Corporate Administration and Human Resources Office, Responsible for Corporate Audit Department, the Company</p> <p>June 2018       Director, General Manager, Corporate Planning Management Office, Responsible for Reform Promotion Department, the Company</p> <p>August 2019     Director, Managing Executive Officer, General Manager, Corporate Planning Management Office, Responsible for Reform Promotion Department, the Company</p> <p>August 2020     Vice President, Vice President Executive Officer, Responsible for Corporate Planning Management Office, Global Business Office, Corporate Audit Department, and Reform Promotion Department Chief of Global Business, the Company</p> <p>June 2021       Vice President, Vice President Executive Officer, Responsible for Corporate Planning Management Office, Global Business Office, and Corporate Audit Department Chief of Global Business, the Company (current positions)</p>	6,400 ordinary shares
<p>[Reason for nomination]</p> <p>Having been involved in operations related to construction materials sales, technological development, human resources, corporate planning, and purchasing, Mr. Satoshi Kurosaki is currently Vice President and Vice President Executive Officer of the Company. Considering that he has a wealth of operational experience at the Company and knowledge of the Group's overall management, the Company renominates him as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
3	Kazuhito Ikeda (June 2, 1958)  [Reappointment]	<p>April 1990      Joined Tateyama Aluminium Industry Co., Ltd.</p> <p>March 2009     General Manager, Osaka Commercial Facilities Branch, Tateyama Advance, Inc.</p> <p>June 2010      General Manager, Osaka Branch, Tateyama Advance, Inc.</p> <p>June 2012      General Manager, Osaka Branch, Tateyama Advance Company, the Company</p> <p>June 2014      General Manager, Tokyo Commercial Facilities Branch, Tateyama Advance Company, the Company</p> <p>June 2016      Business Officer, General Manager, Sales Office, Tateyama Advance Company, the Company</p> <p>June 2017      President, Tateyama Advance Company, the Company</p> <p>August 2017    Director, Executive Officer, the Company</p> <p>August 2020    President, Tateyama Advance Company</p> <p>August 2020    Director, Managing Executive Officer, the Company</p> <p>August 2020    President, Tateyama Advance Company (current positions)</p>	300 ordinary shares
<p>[Reason for nomination]</p> <p>Having been involved in commercial facilities sales and corporate planning-related operations, Mr. Kazuhito Ikeda is currently President of Tateyama Advance Company, an in-house company of the Company. Considering that he has a wealth of operational experience at the Company and knowledge of the Group's overall management, the Company renominates him as a candidate for Director.</p>			
4	Takahiro Nishi (May 4, 1958)  [Reappointment]	<p>April 1981      Joined Sankyo Aluminium Industry Co., Ltd.</p> <p>June 2009      General Manager, Exteriors Department, Toyama Branch, Sankyo Tateyama Alumi Inc.</p> <p>November 2011  General Manager, Hokuriku Branch, Sankyo Tateyama Alumi Inc.</p> <p>June 2013      General Manager, Kyushu Branch, Sankyo Alumi Company, the Company</p> <p>June 2017      General Manager, Exteriors Business Division, Sankyo Alumi Company, the Company</p> <p>June 2019      Vice President and General Manager, Exteriors Business Division, Sankyo Alumi Company, the Company</p> <p>June 2020      Vice President, Sankyo Alumi Company, the Company</p> <p>August 2020    Director, Managing Executive Officer, the Company</p> <p>August 2020    President, Sankyo Alumi Company (current positions)</p>	5,500 ordinary shares
<p>[Reason for nomination]</p> <p>Having been primarily involved in construction material sales, Mr. Takahiro Nishi is currently President of Sankyo Alumi Company, an in-house company of the Company. Considering that he has a wealth of operational experience at the Company and knowledge of the Group's overall management, the Company renominates him as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	Tsuneaki Yoshida (August 28, 1961)  [Reappointment]	<p>April 1984      Joined The Hokuriku Bank, Ltd.</p> <p>June 2014      General Manager, Sales Promotion Department, The Hokuriku Bank, Ltd.</p> <p>June 2016      Executive Officer, General Manager, Sales Planning Department and General Manager, Sales Strategy Office, The Hokuriku Bank, Ltd.</p> <p>January 2017    Executive Officer, General Manager, Sales Planning Department, The Hokuriku Bank, Ltd.</p> <p>June 2017      Executive Officer, General Manager, Hokkaido Regional Business Division, The Hokuriku Bank, Ltd.</p> <p>June 2018      Managing Executive Officer, General Manager, Hokkaido Regional Business Division, The Hokuriku Bank, Ltd.</p> <p>May 2020      Advisor, the Company</p> <p>August 2020    Director, Managing Executive Officer, the Company Senior Business Officer, Sankyo Alumi Company</p> <p>June 2021      Director, Managing Executive Officer, General Manager, Corporate Administration and Human Resources Office and General Manager, Information Systems Office, the Company (current positions)</p>	600 ordinary shares
<p>[Reason for nomination]</p> <p>Since becoming an Advisor of the Company in May 2020, Mr. Tsuneaki Yoshida has engaged in business process management corporate administration and human resources, and information systems operations of the construction materials sector. Considering that he has a wealth of operational experience, including his operational experience in the corporate sales and sales planning sectors of The Hokuriku Bank, Ltd., and knowledge of sales overall, the Company renominates him as a candidate for Director.</p>			



No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
6	Kensuke Kubota (June 12, 1963)  [Reappointment]	<p>April 1987      Joined The Sumitomo Trust and Banking Co., Ltd. (currently Sumitomo Mitsui Trust Bank, Limited)</p> <p>April 2011      General Manager, Structured Trust Products Department, The Sumitomo Trust and Banking Co., Ltd.</p> <p>April 2015      General Manager, No. 1 Sales Department, Osaka Main Branch, Sumitomo Mitsui Trust Bank, Limited</p> <p>January 2018    Supervisor, Human Resources Department, Sumitomo Mitsui Trust Bank, Limited</p> <p>June 2020       Advisor, the Company</p> <p>August 2020    Director, Managing Executive Officer, General Manager, Finance and Accounting Office, the Company (current positions)</p>	1,200 ordinary shares
<p>[Reason for nomination]</p> <p>Since becoming an Advisor of the Company in June 2020, Mr. Kensuke Kubota has engaged in finance and accounting sector operations. Considering that he has a wealth of operational experience, including his operational experience in the corporate sales and structured trust products sectors of Sumitomo Mitsui Trust Bank, Limited, and knowledge of finance and accounting overall, the Company renominates him as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
7	Naoko Takeshima (July 26, 1969)  [Reappointment]	April 1992      Joined Toshiba Corporation October 2003    Registered as attorney at law and joined the Toyama Bar Association January 2012    Established Takeshima Law Office August 2018    Outside Director, the Company (current position)	800 ordinary shares
	[Reason for nomination and expected roles] Ms. Naoko Takeshima has a wealth of experience and knowledge as an attorney at law. Hoping that she will leverage her experience and knowledge for management of the Company, the Company renominates her as a candidate for Outside Director. The Company expects that if she is appointed, she will provide advice and comments from her expert viewpoint and strive to strengthen the management and supervisory functions of the Company.		

- Notes:
1. There are no special interests between each candidate and the Company.
  2. Ms. Naoko Takeshima is a candidate for Outside Director stipulated in Article 2, Item 15 of the Companies Act.
  3. Ms. Naoko Takeshima has been registered as an Independent Director as stipulated by the Tokyo Stock Exchange. If she is elected, the Company will continue to designate her as Independent Director.
  4. Ms. Naoko Takeshima will have served as Independent Director for three (3) years at the conclusion of this General Meeting of Shareholders.
  5. The Company has concluded an agreement with Ms. Naoko Takeshima, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act and the Company's Articles of Incorporation, to limit her liability under Article 423, Paragraph 1 of said Act to the minimum amount stipulated in Article 425, Paragraph 1 of the Act as long as she fulfils her duties in good faith and without material negligence. If she is elected, the Company will continue the same agreement with her.
  6. The Company has entered into a directors and liability insurance agreement with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. In the event of a claim for damages caused by the actions of the insured in the course of their duties, this insurance policy will cover damages payments and legal costs, etc. borne by the insured. If the candidates for Director are elected, they will each be included in the insured under the policy. In addition, when this policy is next due for renewal, the Company will conclude a similar agreement with each of the Directors as the insured.
  7. Sankyo Aluminium Industry Co., Ltd. and Tateyama Aluminium Industry Co., Ltd. merged on June 1, 2006, and renamed themselves Sankyo Tateyama Alumi, Inc.
  8. Sankyo Tateyama Alumi, Inc., Sankyo Material, Inc. and Tateyama Advance, Inc. carried out a merger on June 1, 2012, in which Sankyo Tateyama Alumi, Inc. was the surviving company. In addition, the surviving company, Sankyo Tateyama Alumi, Inc., changed its trade name to Sankyo Tateyama, Inc. on the same date.
  9. Sankyo Tateyama, Inc. carried out a merger with its parent company, Sankyo-Tateyama Holdings, Inc. on December 1, 2012, in which Sankyo Tateyama, Inc. was the surviving company.

**Proposal 3: Election of Five (5) Directors Concurrently Serving as Audit & Supervisory Board Members**

All five (5) Directors concurrently serving as Audit & Supervisory Board Members will complete their terms of office at the conclusion of this General Meeting of Shareholders. Accordingly, the election of five (5) Directors concurrently serving as Audit & Supervisory Board Members is proposed.

The Audit & Supervisory Board has approved the submission of this proposal to this General Meeting of Shareholders.

The candidates are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
1	Tohru Hongawa (September 14, 1959)  [Reappointment]	<p>April 1983      Joined Sankyo Aluminium Industry Co., Ltd.</p> <p>June 2008      General Manager, Exterior Products Department, Sankyo Tateyama Alumi, Inc.</p> <p>June 2010      General Manager, Technological Development Planning Department, Sankyo Tateyama Alumi, Inc.</p> <p>June 2012      General Manager, Product Planning Department, Sankyo Alumi Company, the Company</p> <p>June 2015      General Manager, Kyoto Branch, Sankyo Alumi Company, the Company</p> <p>June 2018      General Manager, Business Development Office, the Company</p> <p>August 2019    Director concurrently serving as an Audit &amp; Supervisory Board Member, the Company (current position)</p>	2,400 ordinary shares
<p>[Reason for nomination]</p> <p>Having been involved in product development and planning operations in the construction materials business and in construction materials sales for many years, Mr. Tohru Hongawa currently serves as Director concurrently serving as an Audit &amp; Supervisory Board Member. Considering that he has broad knowledge of the Company's operations, the Company renominates him as a candidate for Director concurrently serving as an Audit &amp; Supervisory Board Member.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held	
2	Takao Nishioka (November 7, 1958)  [Reappointment]	May 1990 June 2007 April 2011 June 2012 June 2015 August 2017	Joined Sankyo Aluminium Industry Co., Ltd. General Manager, Accounting Department, Sankyo Material, Inc. General Manager, Corporate Planning Department, Business Office and General Manager, Accounting Department, Sankyo Material, Inc. General Manager, Corporate Audit Department and General Manager, Trust Administration Department, Corporate Planning Management Office, the Company General Manager, Corporate Audit Department, the Company Director who is an Audit & Supervisory Board Member (full-time), the Company (current position)	6,200 ordinary shares
		<p>[Reason for nomination]</p> <p>Having been involved in the accounting and finance area and audit division for many years, Mr. Takao Nishioka currently serves as Director concurrently serving as an Audit &amp; Supervisory Board Member. Considering that he has broad knowledge of the finance and audit divisions of group companies, the Company renominates him as a candidate for Director concurrently serving as an Audit &amp; Supervisory Board Member.</p>		
3	Hirokazu Hasegawa (September 15, 1959)  [New appointment]	April 1982 March 2003 March 2004 March 2005 June 2006 July 2008 April 2009 April 2020	Joined The Japan Development Bank (currently Development Bank of Japan Inc.) Deputy General Manager, Treasury Department, Development Bank of Japan Inc. Deputy General Manager, Corporate Strategy Counsellors Office, Development Bank of Japan Inc. Deputy General Manager, Chugoku Branch, Development Bank of Japan Inc. Deputy General Manager, Kansai Branch, Development Bank of Japan Inc. Counsellor, Asset Management Department, Federation of National Public Service Personnel Mutual Aid Associations General Manager, Fund Management Department, Federation of National Public Service Personnel Mutual Aid Associations Counsellor, Federation of National Public Service Personnel Mutual Aid Associations (current position)	0 shares
		<p>[Reason for nomination and expected roles]</p> <p>Based on his long experience working at a government financial institution and the Federation of National Public Service Personnel Mutual Aid Associations, Mr. Hirokazu Hasegawa has a wealth of knowledge and experience in finance, corporate financing, and asset management as an institutional investor. Hoping that he will put his knowledge and experience into use for the auditing and supervision of the Company's management, the Company nominates him as a candidate for Outside Director concurrently serving as an Audit &amp; Supervisory Board Member. The Company expects that if he is appointed, he will provide advice and recommendations from broad-ranging viewpoints and his expert finance/accounting and asset management perspectives and strive to strengthen the management and supervisory functions of the Company.</p>		

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held	
4	Nagahito Tsuru (June 18, 1955)  [Reappointment]	April 1974	1,500 ordinary shares	
		July 2014		Joined the Kanazawa Regional Taxation Bureau
		July 2015		Deputy Director-General, Taxation Department, Kanazawa Regional Taxation Bureau
		July 2016		Director-General, Collections Department, Kanazawa Regional Taxation Bureau
		August 2016		Left Kanazawa Regional Taxation Bureau
		August 2017		Registered as certified public tax accountant (current position)
		June 2019		Director concurrently serving as an Audit & Supervisory Board Member, the Company (current position)
<p>[Reason for nomination and expected roles]</p> <p>Mr. Nagahito Tsuru is qualified as a certified public tax accountant. He was involved in public tax administration for many years, acquiring a wealth of experience and insight in tax affairs and accounting. The Company renominates him as a candidate for Outside Director concurrently serving as an Audit &amp; Supervisory Board Member. The Company expects that if he is appointed, he will provide advice and recommendations from his expert viewpoint as a certified public tax accountant and strive to strengthen the management and supervisory functions of the Company.</p>				

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
5	Hirotooshi Aramaki (May 18, 1959)  [New appointment]	<p>April 1984      Joined NSK Ltd.</p> <p>September 2004      Head of No. 2 New Technology Development Department, General R&amp;D Center, NSK Ltd.</p> <p>June 2008      Head of Industrial Machinery Bearing Technology Center and Deputy Head of General R&amp;D Center, NSK Ltd.</p> <p>June 2009      Executive Officer, Head of Industrial Machinery Bearing Technology Center, Industrial Machinery Business Division HQ, NSK Ltd.</p> <p>June 2011      Senior Vice President, Head of Industrial Machinery Bearing Technology Center, Industrial Machinery Business Division HQ, and Deputy Head of General R&amp;D Center, Technology Development Division HQ, NSK Ltd.</p> <p>June 2014      Senior Vice President, Deputy Head of Technology Development Division HQ and Head of General R&amp;D Center, Responsible for Quality Assurance Division HQ, NSK Ltd.</p> <p>June 2015      Executive Vice President, Responsible for Technology, and Head of Technology Development Division HQ, NSK Ltd.</p> <p>June 2016      Director, Executive Vice President, Responsible for Technology, and Head of Technology Development Division HQ, NSK Ltd.</p> <p>June 2018      Special Counsellor, NSK Ltd.</p> <p>June 2021      Left NSK Ltd.</p>	0 shares
<p>[Reason for nomination and expected roles]</p> <p>Mr. Hirotooshi Aramaki has been involved in corporate management as Executive Vice President of NSK Ltd. and has advanced insight from an executive manager's perspective. Having been responsible for NSK's technology division for a long period, he has a wealth experience and knowledge of technology. Hoping that he will put his knowledge and experience into use in the auditing and supervision of the Company's management, the Company nominates him as a candidate for Outside Director concurrently serving as an Audit &amp; Supervisory Board Member in. The Company expects that if he is appointed, he will provide advice and recommendations from his expert perspectives regarding technology and production and strive to strengthen the management and supervisory functions of the Company.</p>			

- Notes:
1. There are no special interests between each candidate and the Company.
  2. Messrs. Hirokazu Hasegawa, Nagahito Tsuru, and Hirotooshi Aramaki are candidates for Outside Director.
  3. Mr. Nagahito Tsuru has been registered with the Tokyo Stock Exchange as an Independent Director as stipulated by the Exchange. If he is reelected, the Company will continue to designate him as an Independent Director. The Company will also register Messrs. Hirokazu Hasegawa and Hirotooshi Aramaki with the Exchange as Independent Directors as stipulated by the Exchange if they are elected at this Annual General Meeting of Shareholders.
  4. Mr. Nagahito Tsuru will have served as Director concurrently serving as an Audit & Supervisory Board Member for four (4) years at the conclusion of this General Meeting of Shareholders.
  5. The Company has concluded an agreement with Messrs. Tohru Hongawa, Toshiro Nishioka, and Nagahito Tsuru, in accordance with the provisions of Article 427, Paragraph 1 of the

- Companies Act and the Company's Articles of Incorporation, to limit their liability under Article 423, Paragraph 1 of said Act to the minimum amount stipulated in Article 425, Paragraph 1 of the Act as long as they fulfil their duties in good faith and without material negligence. If they are elected, the Company will continue the same agreement with them.
6. If Messrs. Hirokazu Hasegawa and Hirotoishi Aramaki are elected, the Company will conclude an agreement with them, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act and the Company's Articles of Incorporation, to limit their liability under Article 423, Paragraph 1 of said Act to the minimum amount stipulated in Article 425, Paragraph 1 of the Act as long as they fulfil their duties in good faith and without material negligence.
  7. The Company has entered into a directors and liability insurance agreement with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. In the event of a claim for damages caused by the actions of the insured in the course of their duties, this insurance policy will cover damages payments and legal costs, etc. borne by the insured. If the candidates for Director are elected, they will each be included in the insured under the policy. In addition, when this policy is next due for renewal, the Company will conclude a similar agreement with each of the Directors as the insured.
  8. Sankyo Aluminium Industry Co., Ltd. and Tateyama Aluminium Industry Co., Ltd. merged on June 1, 2006, and renamed themselves Sankyo Tateyama Alumi, Inc.
  9. Sankyo Tateyama Alumi, Inc., Sankyo Material, Inc. and Tateyama Advance, Inc. carried out a merger on June 1, 2012, in which Sankyo Tateyama Alumi, Inc. was the surviving company. In addition, the surviving company, Sankyo Tateyama Alumi, Inc., changed its trade name to Sankyo Tateyama, Inc. on the same date.
  10. Sankyo Tateyama, Inc. carried out a merger with its parent company, Sankyo-Tateyama Holdings, Inc. on December 1, 2012, in which Sankyo Tateyama, Inc. was the surviving company.

**Proposal 4: Election of One (1) Substitute Director Concurrently Serving as an Audit & Supervisory Board Member**

The appointment of Mr. Jiro Araki as Substitute Director concurrently serving as an Audit & Supervisory Board Member will expire at the conclusion of this General Meeting of Shareholders. In case the number of Outside Directors falls below that required by laws and regulations, the election of one (1) Substitute Director concurrently serving as an Audit & Supervisory Board Member is proposed.

The Audit & Supervisory Board has approved the submission of this proposal to this General Meeting of Shareholders.

The candidate for Substitute Director concurrently serving as an Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	Number of shares of the Company held
<p>Hiromi Nozaki (June 23, 1954)  [Reappointment]</p>	<p>April 1977      Joined The Japan Development Bank (currently Development Bank of Japan Inc.)  October 1999      Counsellor for Planning, Project Finance Department, Development Bank of Japan Inc.  June 2003      General Manager, Regional Planning Department, Development Bank of Japan Inc.  July 2004      Executive Officer, Deputy General Manager, Metropolitan Commercial Facilities Development Division, Tsukuba Urban Development co., ltd.  March 2005      Executive Officer, Responsible for Corporate Planning Operations, Tsukuba Urban Development co., ltd.  June 2009      Senior Managing Director, Nishi-Ikebukuro Heat Supply Co., Ltd.  August 2014      Full-time Auditor, the Company August 2015      Director concurrently serving as an Audit &amp; Supervisory Board Member (full-time) (current position)</p>	<p>5,900 ordinary shares</p>
<p>[Reason for nomination and expected roles] Mr. Hiromi Nozaki has a wealth of experience and a high degree of insight in the areas of treasury, accounting, and finance overall. Serving as a Full-time Auditor of the Company since 2014 and Outside Director serving as an Audit &amp; Supervisory Board Member since 2015, he has conducted audits of the Company's management, and has a track record of actively providing suggestions on important management matters at meetings of the Board of Directors and the Audit &amp; Supervisory Board. Considering that he is an appropriate person for the enhancement of audit functions in management, the Company nominates him as a candidate for substitute Outside Director concurrently serving as an Audit &amp; Supervisory Board Member. The Company expects that if he is appointed, he will provide advice and recommendations from his expert perspectives regarding treasury, accounting, and finance overall and strive to strengthen the management and supervisory functions of the Company.</p>		

- Notes: 1. There are no special interests between Mr. Hiromi Nozaki and the Company.  
2. Mr. Hiromi Nozaki is a candidate for Substitute Outside Director.



3. Mr. Hiromi Nozaki will have served as Outside Director and Director serving as an Audit & Supervisory Board Member for six (6) years at the conclusion of this General Meeting of Shareholders.
4. If Mr. Hiromi Nozaki takes office as Outside Director, the Company will conclude an agreement with him, in accordance with the provisions of Article 427, Paragraph 1 of the Companies Act and the Company's Articles of Incorporation, to limit his liability under Article 423, Paragraph 1 of said Act to the minimum amount stipulated in Article 425, Paragraph 1 of the Act as long as he fulfils his duties in good faith and without material negligence.
5. Mr. Hiromi Nozaki is currently an Outside Director of the Company. The Company has entered into a directors and liability insurance agreement with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. In the event of a claim for damages caused by the actions of the insured in the course of their duties, this insurance policy will cover damages payments and legal costs, etc. borne by the insured. If Mr. Hiromi Nozaki is appointed as Outside Director, he will be included in the insured under this policy.

## Reference: Criteria for Determining Independence of Outside Directors

When appointing Outside Directors, the Company determines their independence in accordance with the criteria below.

No candidates satisfying any of the following conditions have independence.

1. A person who currently has or formerly had executive authority over the operations of the Group;
2. A person who is a major business partner of the Company, to which any of the following apply or who has executive authority over such entity's operations:
  - (1) an ongoing business partner of the Company that accounts for 1% or more of the Company's total sales amount and for which the Company's total sales amount accounts for 10% or more of such entity's purchases;
  - (2) a financial institution whose loans receivable from the Company account for 10% or more of the Company's total borrowings;
3. A person for which the Company is a major business partner to which the following applies or a person who has executive authority over such entity's operations:
  - (1) An ongoing business partner that accounts for 1% or more of the Company's purchases and for which the Company's purchases account for 10% of such entity's sales;
4. A company with a Director concurrently serving as a Director of the Company:
  - (1) If a former employee of the Company is an outside officer of that company and a former employee of that company is an Outside Director of the Company;
  - (2) If, in a company in which the Company's Outside Director has assumed the office of director or an office equivalent to director, such office is equivalent to the office of Director of the Company;
5. A consultant, accounting specialist or legal specialist that receives significant amounts of monetary compensation or other property from the Company, other than officers' compensation (if the entity receiving such property is a corporation, union, or other organization, a person belonging to such organization);
6. An entity to which the Company makes donations, or a person formerly employed by such entity;
7. A person to whom items 1 to 6 above formerly applied and for whom ten (10) years have not yet elapsed since such person ceased to have executive authority over such entity's operations;
8. A relative within the second degree of kinship or cohabiting relative of any of the following persons (excluding non-key persons) set forth in items a to c below:
  - a. A person set forth in items 1 to 7 above;
  - b. A person with executive authority over the operations of the Company or a subsidiary of the Company;
  - c. A person who had satisfied item b. above until recently