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(Stock Exchange Code 2331)  
June 3, 2021

**To Shareholders with Voting Rights:**

Atsushi Murai  
Chairman and Representative Director,  
and Chief Executive Officer (CEO)  
SOHGO SECURITY SERVICES CO., LTD.  
1-6-6 Motoakasaka, Minato-ku, Tokyo

**NOTICE OF  
THE 56th ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

We hereby announce that the 56th Annual General Meeting of Shareholders of SOHGO SECURITY SERVICES CO., LTD. (the "Company") will be held for the purposes as described below.

If you are unable to attend the meeting, you can exercise your voting rights in writing or via the Internet, etc. Please review the attached Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 6:00 p.m. on Wednesday, June 23, 2021, Japan time by following the guides below.

**1. Date and Time:** Thursday, June 24, 2021 at 10:00 a.m. Japan time

**2. Place:** Eminence Hall, South Tower 5F, Keio Plaza Hotel Tokyo  
2-2-1 Nishi-Shinjuku, Shinjuku-ku, Tokyo

**3. Meeting Agenda:**

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company's 56th Fiscal Year (April 1, 2020 - March 31, 2021) and results of audits by the accounting auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
  2. Non-consolidated Financial Statements for the Company's 56th Fiscal Year (April 1, 2020 - March 31, 2021)

**Proposals to be resolved:**

- Proposal 1:** Appropriation of Surplus  
**Proposal 2:** Election of 12 Directors  
**Proposal 3:** Election of 1 Audit & Supervisory Board Member

[Disclosure on the Company's Website]

The following items, in accordance with laws and regulations, and Article 14 of the Articles of Incorporation of the Company, are available on the Company's website and are thus omitted from this notice. In addition, the attachments to this notice are only part of the documents audited by the Audit & Supervisory Board Members and the accounting auditor in their preparation of the audit reports.

- (1) Notes to Consolidated Financial Statements
- (2) Notes to Non-consolidated Financial Statements

[Notification Method for Matters Subsequent to Revision]

Should any matters required to be included in the Reference Documents for the General Meeting of Shareholders, Business Report, Non-consolidated Financial Statements, or Consolidated Financial Statements require revisions, the revised versions will be posted immediately on the Company's website.

The Company's website: <https://www.alsok.co.jp/ir/index.html> (in Japanese)

- As a part of measures to conserve energy, the Company's executives and attendants will be dressed in light attire ("Cool biz style"). We appreciate your understanding.

## **Guide to Exercising Voting Rights**

### **When attending the Annual General Meeting of Shareholders**

When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk.

**Date and time of the Annual General Meeting of Shareholders: Thursday, June 24, 2021 at 10:00 a.m. Japan time (Reception starts at 9:00 a.m.)**

### **When exercising your voting rights by mail**

Please indicate your approval or disapproval of each of the proposals on the enclosed Voting Rights Exercise Form, and drop the form into a mailbox (postage not necessary).

**Deadline for exercising voting rights: To arrive by Wednesday, June 23, 2021 at 6:00 p.m. Japan time**

### **When exercising your voting rights via the Internet**

Please access the Voting Rights Exercise Website (<https://www.web54.net>), log in to the system using the Voting Rights Exercise Code and Password printed on the enclosed Voting Rights Exercise Form, and enter your approval or disapproval of each of the proposals.

**Deadline for exercising voting rights: No later than Wednesday, June 23, 2021 at 6:00 p.m. Japan time**

Please refer to the following page for details.

- \* When you exercise your voting rights more than once, only the vote received last shall be accepted as valid. When both votes via the Internet, etc. and in writing arrive on the same day, only the vote via the Internet, etc. shall be accepted as valid.

#### **Matters concerning the exercise of voting rights via proxy**

If you are unable to attend the meeting, you may exercise your voting rights by designating another shareholder who holds voting rights as your proxy. However, please note that documentation proving power of attorney for this General Meeting of Shareholders and the submission of separate Voting Rights Exercise Forms for both the shareholder and the proxy will be required.

#### **Method of notification for non-uniform exercise of voting rights**

In the event of non-uniform exercise of voting rights (limited to shareholders who hold shares for other parties), please notify the Company in writing to this effect, together with the reason therefor, three days prior to the General Meeting of Shareholders.

## **Guide to Exercising Voting Rights via the Internet, etc.**

### **Method for scanning the QR code: “Smart Exercise”**

You can log in to the Voting Rights Exercise Website without entering the Voting Rights Exercise Code and Password.

1. Scan the QR code printed on the lower right of the Voting Rights Exercise Form.

\* “QR code” is a registered trademark of DENSO WAVE INCORPORATED.

2. Then, enter your approval or disapproval of each of the proposals by following the instructions on the screen.

You may exercise your voting rights only once via the “Smart Exercise.”

To change your vote after exercising your voting rights, please access the website for PC, log in to the system using the Voting Rights Exercise Code and Password printed on the Voting Rights Exercise Form, and again exercise your voting rights.

\* You can access the website for PC by rescanning the QR code.

### **Method for entering the Voting Rights Exercise Code and Password**

Voting Rights Exercise Website: <https://www.web54.net>

1. Access the Voting Rights Exercise Website.
2. Enter the Voting Rights Exercise Code printed on the Voting Rights Exercise Form.
3. Enter the Password printed on the Voting Rights Exercise Form.
4. Then, enter your approval or disapproval of each of the proposals by following the instructions on the screen.

If you have any questions on how to exercise your voting rights using a PC or some other means on the above website, please contact the department below.

Stock Transfer Agency Web-Support Department  
Sumitomo Mitsui Trust Bank, Ltd.  
Web Support Dedicated Dial:  
Telephone: 0120-652-031  
(Opening hours: 9:00 a.m. to 9:00 p.m.)

#### **For Institutional Investors**

In addition to the exercise of voting rights via the Internet as described above, institutional investors may use the Electronic Voting Platform operated by ICJ, Inc., subject to prior application for the use of the platform.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### Proposal 1: Appropriation of Surplus

The Company considers the return of earnings to shareholders to be an important management scheme, and its basic policy is to distribute profits to shareholders based on its operating results while fortifying internal reserves.

Based on the above policy, the Company proposes the appropriation of surplus as follows.

### Matters Related to the Year-end Dividend

1. Type of dividend property  
Cash
2. Matters related to the allocation of dividend property to shareholders and its total amount  
37.0 yen per common share of the Company  
Total amount: 3,746,543,040 yen  
(As a result, the annual dividend will be 72 yen per share, including the interim dividend.)
3. Effective date of dividends from surplus  
June 25, 2021

**Proposal 2: Election of 12 Directors**

The terms of office of all twelve (12) Directors will expire at the conclusion of this Annual General Meeting of Shareholders. The Company's Board of Directors make it a basic policy to present proposals for election of Directors at General Meetings of Shareholders in view of factors such as the corporate scale of the Group, and to select candidates with superior personalities, insight, and performance from both inside and outside the Company that are well-versed in various corporate management issues.

Based on the above policy, the election of 12 Directors is proposed.

The candidates are as follows:

No.	Name	Current Positions	Attendance at meetings of Board of Directors
1	[Reappointment] Atsushi Murai	Chairman and Representative Director, and Chief Executive Officer	14 out of 14
2	[Reappointment] Yukiyasu Aoyama	President and Representative Director, and Chief Operating Officer	14 out of 14
3	[Reappointment] Ikuji Kayaki	Vice President and Representative Director	14 out of 14
4	[Reappointment] Hirohisa Hokari	Director	14 out of 14
5	[Reappointment] Tsuyoshi Murai	Director	14 out of 14
6	[Reappointment] Shigeki Nomura	Director	14 out of 14
7	[Reappointment] Motohisa Suzuki	Director	14 out of 14
8	[Reappointment] Koji Kishimoto	Director	11 out of 11
9	[Reappointment] [Independent] Hideharu Kadowaki [Outside]	Director	14 out of 14
10	[Reappointment] [Independent] Toyoaki Ando [Outside]	Director	14 out of 14
11	[Reappointment] [Independent] Hiroto Suetsugu [Outside]	Director	11 out of 11
12	[New appointment] [Independent] Toshie Ikenaga [Outside]		

Note: Attendance at meetings of Board of Directors reflects the status of attendance during the 56th fiscal year (April 1, 2020 - March 31, 2021). For Mr. Koji Kishimoto and Mr. Hiroto Suetsugu, it reflects the status of attendance after their appointment as Director in June 2020.

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
1	Atsushi Murai (February 12, 1943)  [Reappointment]	September 1995 Director-General, Chubu Regional Police Bureau (Resigned in Jun. 1996)	2,885,074
		June 1996 Deputy Governor, Deposit Insurance Corporation of Japan (Resigned in Sep. 1997)	
1	[Reappointment]	September 1997 Joined the Company as a consultant	Attendance at meetings of Board of Directors
		June 1998 Senior Executive Vice President and Representative Director	
1	[Reappointment]	June 2001 President and Representative Director	14 out of 14
		July 2003 Chief Officer of Business Promotion Division	
1	[Reappointment]	April 2004 Chief Officer of Security Operations Division	14 out of 14
		April 2011 Chief Executive Officer (Current)	
1	[Reappointment]	April 2012 Chairman and Representative Director (Current)	14 out of 14
		[Major concurrent positions] Representative Director, SOHGO CORPORATION	
Reason for nomination as candidate for Director Mr. Atsushi Murai possesses abundant knowledge and ability in regard to management as Chairman and Representative Director, and Chief Executive Officer, and can be expected to lead the Group with superior leadership, and therefore the Company has nominated him again as a candidate for Director.			
2	Yukiyasu Aoyama (September 28, 1952)  [Reappointment]	July 2006 Director-General, Customs and Tariff Bureau, Ministry of Finance Japan (Resigned in Jul. 2008)	15,100
		August 2008 Joined the Company as Senior Executive Officer, Chief Officer of Security Operations Division	
2	[Reappointment]	April 2009 In charge of Human Resources, Security Operations, and Corporate Ethics	Attendance at meetings of Board of Directors
		June 2009 Executive Vice President and Representative Director	
2	[Reappointment]	April 2010 Senior Executive Vice President and Representative Director, Chief Officer of Business Promotion Division	14 out of 14
		April 2011 Chief Operating Officer (Current)	
2	[Reappointment]	April 2012 President and Representative Director (Current), Senior Executive President (Current)	14 out of 14
		[Major concurrent positions] Chairman, All Japan Security Service Federation	
Reason for nomination as candidate for Director Mr. Yukiyasu Aoyama possesses abundant knowledge and ability in regard to management as President and Representative Director, and Chief Operating Officer, and can be expected to lead the Group with superior leadership, and therefore the Company has nominated him again as a candidate for Director.			

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions		Number of shares of the Company held
3	Ikuiji Kayaki (January 3, 1960)  [Reappointment]	April 1982	Joined the Company	4,600
		April 2011	Chief Officer of Regional Division (IV)	
		April 2012	Executive Officer	
		April 2014	Deputy Chief Officer of Security Operations, in charge of Structural Reform (Transportation Security Services)	Attendance at meetings of Board of Directors
		April 2015	Senior Executive Officer, Chief Officer of Security Operations	
		June 2017	Director and Senior Executive Officer	14 out of 14
		April 2018	Executive Vice President and Representative Director, Head of ALSOK In-house Company (Current), East Japan Area (Current), Deputy Chief Officer of Business Promotion Division in charge of Corporate Customers	
		April 2019	Vice President and Representative Director (Current), Senior Executive Vice President (Current), Chief Officer of Business Promotion Division in charge of Corporate Customers (Current), in charge of Business Promotion Division (East Japan Area) (Current)	
		April 2021	Chief Officer of Regional Division (VI) (Current)	
		[Major concurrent positions]		
		None		
Reason for nomination as a candidate for Director Mr. Ikuiji Kayaki possesses abundant operational experience and achievements through serving in positions such as Chief Officer of Security Operations, Head of ALSOK In-house Company, in charge of east Japan area, Vice President and Representative Director, and Chief Officer of Business Promotion Division in charge of Corporate Customers, and can be expected to lead the Group with strong leadership, and therefore the Company has nominated him again as a candidate for Director.				
4	Hirohisa Hokari (July 4, 1956)  [Reappointment]	April 2010	Director-General of Operations Department at the Bank of Japan (Resigned in Jun. 2011)	4,300
		June 2011	Joined the Company as Executive Officer, in charge of Business Planning and Financial Institution Marketing & Sales Promotion, General Manager of Business Planning Department	
		February 2012	Senior Executive Officer and Deputy Chief Officer of Business Promotion Division (Current), in charge of Business Planning & Management	
		April 2012	In charge of Financial Institution Services and Transportation Security Services	Attendance at meetings of Board of Directors
		April 2014	In charge of General Affairs / Corporate Planning, Financial Institution Services, Compliance, Risk Management, and Information Asset Management	
		June 2014	Director and Senior Executive Officer	14 out of 14
		April 2016	Corporate Planning & Administration, Strategic Business, Business Planning & Management (Current), Financial Institutions (Current)	
		April 2018	Executive Vice President and Director (Current), in charge of Sales Promotion (Current)	
		April 2019	In charge of International Affairs (Current), Chief Officer of International Affairs (Current)	
		[Major concurrent positions]		
		None		
Reason for nomination as a candidate for Director Mr. Hirohisa Hokari possesses abundant operational experience and achievements through serving in positions such as Deputy Chief Officer of Business Promotion Division, and being in charge of general affairs & corporate planning, corporate planning & administration, strategic business, and international affairs, and can be expected to contribute to further improvement in the Company's corporate value, and therefore the Company has nominated him again as a candidate for Director.				



No.	Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held	
5	Tsuyoshi Murai (August 15, 1969)  [Reappointment]	July 1999	Joined the Company	671,800
		June 2007	Chief Officer of Home Marketing Division	
		April 2010	Executive Officer, Chief Officer of Regional Division (I)	
		February 2011	In charge of General Property Management	
		March 2011	Representative Director, Japan Facilio Co., Ltd. (Seconded, resigned in Mar. 2014)	
		April 2014	Senior Executive Officer, Deputy Chief Officer of Business Promotion Division, in charge of Business Planning & Management and Regional Financial Institution Services	Attendance at meetings of Board of Directors
		April 2016	In charge of Human Resources and Corporate Ethics (Current)	
		June 2016	Director and Senior Executive Officer	
		April 2018	In charge of General Affairs/PR (Current), in charge of Compliance (Current), Risk Management (Current), and Information Assets Management (Current), Chief Officer of Tokyo 2020 Olympic and Paralympic Games Promotion Affairs	14 out of 14
		May 2018	In charge of Central Japan Area, Deputy Chief Officer of Business Promotion Division in charge of Business Promotion Division (Central Japan Area)	
April 2019	Executive Vice President and Director (Current), Tokyo 2020 Olympic and Paralympic Games Promotion Affairs in charge of Promotion (Current)			
April 2020	In charge of Management Company (Current) [Major concurrent positions] Vice Chairman, All Japan Security Service Association Vice Chairman, Tokyo Security Service Association			
Reason for nomination as a candidate for Director Mr. Tsuyoshi Murai possesses abundant operational experience and achievements through serving in positions such as being in charge of general property management, being Deputy Chief Officer of Business Promotion Division, in charge of business planning & management, and being in charge of human resources, general affairs/PR, and Management Company, and can be expected to contribute to further improvement in the Company's corporate value, and therefore the Company has nominated him again as a candidate for Director.				
6	Shigeki Nomura (May 15, 1959)  [Reappointment]	April 1984	Joined the Company	5,100
		April 2011	General Manager of Human Resources Department	
		June 2011	Executive Officer, in charge of Human Resources	
		April 2014	Senior Executive Officer, in charge of Central Japan Area, Deputy Chief Officer of Business Promotion Division (Central Japan), Chief Officer of Regional Division (III)	
		April 2017	Chief Officer of Regional Division (VII)	Attendance at meetings of Board of Directors
		June 2017	Director and Senior Executive Officer (Current)	
		May 2018	Deputy Chief Officer of Business Promotion Division (Kansai Area) in charge of West Japan Area (Current)	
		April 2019	Deputy Chief Officer of Business Promotion Division in charge of business promotion in West Japan Area (Current)	14 out of 14
		April 2020	Chief Officer of Regional Division (II) (Current) [Major concurrent positions] Representative Director, Hiroshima Sohgo Security Services Co., Ltd. Representative Director, Ehime Sohgo Security Services Co., Ltd.	
		Reason for nomination as a candidate for Director Mr. Shigeki Nomura possesses abundant operational experience and achievements through serving in positions such as being in charge of human resources, the central Japan area and in charge of west Japan area, and being Chief Officer of Regional Division (II), and can be expected to contribute to further improvement in the Company's corporate value, and therefore the Company has nominated him again as a candidate for Director.		

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held	
7	Motohisa Suzuki (October 17, 1959)  [Reappointment]	January 2015	Director of Traffic Bureau, National Police Agency (Resigned in Jan. 2016)	2,100
		April 2016	Joined the Company as Senior Executive Officer (Current), in charge of General Affairs/PR and Procurement, Deputy Chief Officer of Security Operations (in charge of Olympic and Paralympic Games Tokyo 2020 and Other Security Operations), in charge of HOME ALSOK, Compliance, Risk Management and Information Asset Management, Deputy Chief Officer of Business Promotion Division	
		April 2018	Chief Officer of Security Operations (Current), in charge of Structural Reform (Transportation Security Services) (Current), Deputy Chief Officer of Tokyo 2020 Olympic and Paralympic Games Promotion Affairs	
		April 2019	Chief Officer of Tokyo 2020 Olympic and Paralympic Games Promotion Affairs (Current)	Attendance at meetings of Board of Directors
		June 2019	Director and Senior Executive Officer (Current)	14 out of 14
		[Major concurrent positions] Representative Director, ALSOK-TW EAST JAPAN CO., LTD. Representative Director, ALSOK SHOJITSU SECURITY SERVICE CO., LTD.		
Reason for nomination as a candidate for Director Mr. Motohisa Suzuki possesses abundant operational experience and achievements through serving in positions such as being in charge of general affairs/PR and being Chief Officer of Security Operations, and can be expected to contribute to further improvement in the Company's corporate value, and therefore the Company has nominated him again as a candidate for Director.				
8	Koji Kishimoto (May 30, 1958)  [Reappointment]	November 1985	Joined the Company	3,900
		October 2012	General Manager of Financial & Accounting Department	
		April 2016	Executive Officer and Second in Charge of Financial & Accounting Department	
		April 2018	Senior Executive Officer, in charge of Financial & Accounting Department (Current), in charge of Internal Control (Current)	Attendance at meetings of Board of Directors
		April 2019	In charge of Procurement (Current)	11 out of 11
		June 2020	Director and Senior Executive Officer (Current)	
[Major concurrent positions] None				
Reason for nomination as a candidate for Director Mr. Koji Kishimoto possesses abundant operational experience and achievements through serving in positions such as being in charge of finance, accounting, and procurement. He can be expected to contribute to further improvement in the Company's corporate value, and therefore the Company has nominated him again as a candidate for Director.				

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions		Number of shares of the Company held
9	Hideharu Kadowaki (June 20, 1944)  [Reappointment]  [Independent]  [Outside]	April 2001	Representative Director, Senior Managing Director, and Senior Managing Executive Officer, Sumitomo Mitsui Banking Corporation (Resigned in Nov. 2002)	500
		December 2002	Representative Director and Senior Managing Director, Sumitomo Mitsui Financial Group, Inc.	
		June 2003	Deputy President and Representative Director, Sumitomo Mitsui Financial Group, Inc. (Resigned in Mar. 2004)	Attendance at meetings of Board of Directors
		June 2004	Chairman, The Japan Research Institute, Limited (Resigned in Jun. 2008)	
		June 2008	Special Adviser and Senior Fellow, The Japan Research Institute, Limited (Current)	
		June 2012	Member of the Board, Asian Rural Institute (Current)	14 out of 14
		July 2017	Advisor, C'BON COSMETICS Co., Ltd. (Resigned in Jun. 2018)	
		June 2018	Joined the Company as Director (Current), Outside Director, C'BON COSMETICS Co., Ltd. (Current) (Scheduled to resign in Jun. 2021)	
		December 2019	External Director, Aucfan Co., Ltd. (Current)	
[Major concurrent positions] Outside Director, C'BON COSMETICS Co., Ltd. External Director, Aucfan Co., Ltd.				
Reason for nomination as a candidate for Outside Director and overview of expected role Mr. Hideharu Kadowaki possesses abundant experience and insight, and advanced ability, developed as a manager at a major financial institution and elsewhere over many years. He can be expected to contribute to enhancing and strengthening the corporate governance of the Group and further improvement in corporate value, through providing valuable opinions from a broad perspective regarding management, and therefore the Company has nominated him again as a candidate for Outside Director.				
10	Toyoaki Ando (October 11, 1956)  [Reappointment]  [Independent]  [Outside]	June 2009	Executive Officer, Tokio Marine & Nichido Fire Insurance Co., Ltd.	0
		June 2011	Managing Executive Officer, Tokio Marine & Nichido Fire Insurance Co., Ltd.	
		June 2013	Managing Director, Tokio Marine & Nichido Fire Insurance Co., Ltd. (Resigned in Mar. 2015)	Attendance at meetings of Board of Directors
		April 2015	Advisor, Tokio Marine & Nichido Fire Insurance Co., Ltd. (Resigned in Jun. 2015)	
		June 2015	Managing Director, General Insurance Rating Organization of Japan (Resigned in Jun. 2019)	
		June 2019	Joined the Company as Director (Current)	14 out of 14
		[Major concurrent positions] None		
Reason for nomination as a candidate for Outside Director and overview of expected role Mr. Toyoaki Ando possesses abundant experience and insight, and advanced ability, developed through serving in important positions at the major non-life insurance company over many years. He can be expected to contribute to enhancing and strengthening the corporate governance of the Group and further improvement in corporate value, through providing valuable opinions from a broad perspective regarding management, and therefore the Company has nominated him again as a candidate for Outside Director.				

No.	Name (Date of birth)	Career summary, positions and significant concurrent positions		Number of shares of the Company held
11	Hiroto Suetsugu (December 30, 1953)  [Reappointment]  [Independent]  [Outside]	April 2009	Executive Officer, Nippon Steel Corporation (Currently NIPPON STEEL CORPORATION) (Resigned in Jun. 2012)	100
		June 2012	Audit & Supervisory Board Member, Nippon Steel Corporation (Resigned in Jun. 2016)	
		June 2016	Advisor, NIPPON STEEL & SUMITOMO METAL CORPORATION (Currently NIPPON STEEL CORPORATION) (Resigned in Jun. 2019)	Attendance at meetings of Board of Directors
		June 2016	Advisor, Nippon Denko Co., Ltd. (Current)	
		June 2020	Joined the Company as Director (Current)	
		[Major concurrent positions]		11 out of 11
		None		
Reason for nomination as a candidate for Outside Director and overview of expected role Mr. Hiroto Suetsugu possesses abundant experience and insight, and advanced ability, developed through serving in important positions at the major steel manufacturing company over many years. He can be expected to contribute to enhancing and strengthening the corporate governance of the Group and further improvement in corporate value, through providing valuable opinions from a broad perspective regarding management, and therefore the Company has nominated him again as a candidate for Outside Director.				
12	Toshie Ikenaga (January 23, 1961)  [New appointment]  [Independent]  [Outside]	April 1987	Joined the Economic Planning Agency	0
		September 2010	Director, Policy Evaluation and Public Relations Division, Minister's Secretariat, Cabinet Office	
		April 2012	Professor, Hosei Graduate School of Regional Policy Design	
		April 2014	Director, Cabinet Office	
		September 2014	Director, General Affairs Division, Gender Equality Bureau, Cabinet Office	
		January 2016	Vice-Governor, Shiga Prefecture (Resigned in Jun. 2018)	
		July 2018	Director General, Gender Equality Bureau, Cabinet Office (Resigned in Aug. 2020)	
		[Major concurrent positions]		
			Outside Audit & Supervisory Board Member of SHIMIZU CORPORATION (Scheduled to be inaugurated in Jun. 2021)	
Reason for nomination as a candidate for Outside Director and overview of expected role Ms. Toshie Ikenaga possesses abundant experience in public administration in areas including gender equity and local administration over many years. She has also served as a graduate school professor, proving her advanced insight and ability. She can be expected to contribute to enhancing and strengthening the corporate governance of the Group and further improvement in corporate value, through providing valuable opinions from a broad perspective regarding management, and therefore the Company has newly nominated her as a candidate for Outside Director.				

- (Notes) 1 Special interests between the candidates and the Company
- (1) The Company makes donations to the JUN MURAI MEMORIAL SCHOLARSHIP FOUNDATION, where Mr. Atsushi Murai serves as Chairman of the Board and Mr. Tsuyoshi Murai serves as Member of the Board.
  - (2) There are no special interests between the Company and the other candidates.
- 2 Matters concerning candidates for Outside Director are as follows.
- (1) Number of years since election as Outside Director (at the conclusion of this Annual General Meeting of Shareholders)

Mr. Hideharu Kadowaki	3 years
Mr. Toyoaki Ando	2 years
Mr. Hirotomo Suetsugu	1 year
  - (2) Summary of content of liability limitation agreements

The Company has concluded liability limitation agreements with Mr. Hideharu Kadowaki, Mr. Toyoaki Ando, and Mr. Hirotomo Suetsugu to limit their liability to either 10 million yen or the minimum liability amount stipulated by Article 425, Paragraph 1 of the Companies Act, whichever is higher. If Mr. Hideharu Kadowaki, Mr. Toyoaki Ando, and Mr. Hirotomo Suetsugu are reelected, the Company plans to continue the above liability limitation agreements with Mr. Hideharu Kadowaki, Mr. Toyoaki Ando, and Mr. Hirotomo Suetsugu.

Additionally, if Ms. Toshie Ikenaga is elected as Director, the Company plans to conclude a liability limitation agreement with her identical to the one concluded with Mr. Hideharu Kadowaki, Mr. Toyoaki Ando, and Mr. Hirotomo Suetsugu.
- 3 Independence of candidates for Outside Director
- The Company has submitted Mr. Hideharu Kadowaki to the Tokyo Stock Exchange, Inc., as an independent director. The Company has judged that he is qualified as an independent director as no conditions exist that create a conflict of interest with general shareholders, such as him having been affiliated in the past with a major transaction partner of the Company. Furthermore, although there are transactions for contracted security operations between the Company and C'BON COSMETICS Co., Ltd., where he currently serves as Outside Director, the scales of these transactions were less than 2% of the Company's net sales for the most recent fiscal year.
- Additionally, the Company has submitted Mr. Toyoaki Ando to said exchange as an independent director. The Company has judged that he is qualified as an independent director as no conditions exist that create a conflict of interest with general shareholders, such as him having been affiliated in the past with a major transaction partner of the Company. Furthermore, although there are transactions for contracted security operations between the Company and Tokio Marine & Nichido Fire Insurance Co., Ltd., where he served until June 2015, and the General Insurance Rating Organization of Japan, where he served until June 2019, the scales of these transactions were less than 2% of the Company's net sales for the most recent fiscal year.
- Additionally, the Company has submitted as Mr. Hirotomo Suetsugu as an independent director. The Company has judged that he is qualified as an independent director as no conditions exist that create a conflict of interest with general shareholders, such as him having been affiliated in the past with a major transaction partner of the Company. Furthermore, although there are transactions for contracted security operations between the Company and NIPPON STEEL CORPORATION, where he served until June 2019, the scales of these transactions were less than 2% of the Company's net sales for the most recent fiscal year.
- Additionally, as Ms. Toshie Ikenaga fulfills the requirements of an independent director as stipulated by said exchange, the Company plans to submit her as an independent director to said exchange. The Company has judged that she is qualified as an independent director as no conditions exist that create a conflict of interest with general shareholders, such as her having been affiliated in the past with a major transaction partner of the Company. Furthermore, although there are transactions for contracted security operations between the Company and Hosei University, where she served until March 2014, the scales of these transactions were less than 2% of the Company's net sales for the most recent fiscal year.
- 4 Conclusion of a directors and officers liability insurance contract
- The Company has concluded a directors and officers liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. If the election of each candidate is approved, they will be insured under the insurance contract.
- The insurance policy contract damages that may arise when the insured assumes liability for the execution of his or her duties or receives a claim related to the pursuit of such liability.
- The Company plans to renew the insurance contract with the same coverage at the time of the next renewal in August 2021.
- 5 Indication of names
- Ms. Toshie Ikenaga's name on the family register is Toshie Kobayashi.

**Proposal 3: Election of 1 Audit & Supervisory Board Member**

The term of office of an Audit & Supervisory Board Member, Mr. Makoto Uenoyama, will expire at the conclusion of this Annual General Meeting of Shareholders. The Company's Board of Directors make it a basic policy to present proposals for election of Audit & Supervisory Board Member at General Meetings of Shareholders in view of factors such as the corporate scale of the Group, and to select candidates with superior personalities, insight, and performance from both inside and outside the Company that are well-versed in various corporate management issues. Based on the above policy, the election of 1 Audit & Supervisory Board Member is proposed.

Furthermore, the consent of the Audit & Supervisory Board has been obtained in regard to this proposal. The candidate is as follows:

Name (Date of birth)	Career summary, positions and significant concurrent positions	Number of shares of the Company held
Yoshiaki Nakagawa (February 14, 1954)  [New appointment]  [Independent]  [Outside]	September 1990 Director, CFO, Matsushita Radio Singapore Pte. Ltd. (Resigned in May 1996)	0
	January 2001 Chief Accountant, China Hualu Matsushita AVC Co., LTD. (Resigned in Jan. 2004)	
	April 2009 Executive Officer, Panasonic Corporation	
	April 2011 Managing Director, Panasonic Corporation (Resigned in Jun. 2014)	
	April 2014 President, SANYO Electric Co., Ltd. (Resigned in Mar. 2017)	
	April 2017 Corporate Advisor, Panasonic Corporation (Resigned in Mar. 2018)	
	April 2018 Special Advisor, Hardlock Industry Co., Ltd. (Current)	
	June 2020 Outside Auditor, ASANUMA CORPORATION (Current)	
August 2020 Advisor, Uokuni Food Services Co., Ltd. (Current)		
[Major concurrent positions] Outside Auditor, ASANUMA CORPORATION		
Reason for nomination as candidate for Outside Audit & Supervisory Board Member Mr. Yoshiaki Nakagawa possesses abundant experience, and advanced insight and ability through being in charge of financial accounting and management in major electronics manufacturers over many years. He can be expected to provide an effective audit and appropriate advice on the overall management of the Group, and is considered to be able to appropriately perform the duties of Outside Audit & Supervisory Board Member, and therefore the Company has newly nominated him as a candidate for Outside Audit & Supervisory Board Member.		

- (Notes)
- There are no special interests between the candidate and the Company.
  - If Mr. Yoshiaki Nakagawa is elected as Audit & Supervisory Board Member, the Company plans to conclude a liability limitation agreement with him to limit his liability to either 10 million yen or the minimum liability amount stipulated by Article 425, Paragraph 1 of the Companies Act, whichever is higher.
  - Independence of candidates for Outside Audit & Supervisory Board Member  
As Mr. Yoshiaki Nakagawa fulfills the requirements of an independent auditor as stipulated by the Tokyo Stock Exchange, Inc., the Company plans to submit him as an independent auditor to said exchange. The Company has judged that he is qualified as an independent auditor as no conditions exist that create a conflict of interest with general shareholders, such as him having been affiliated in the past with a major transaction partner of the Company.  
Furthermore, although there are transactions for contracted security operations between the Company and Panasonic Corporation, where he served until March 2018, SANYO Electric Co., Ltd., where he served until March 2017, Hardlock Industry Co., Ltd., where he currently serves as Special Advisor, Uokuni Food Services Co., Ltd., where he currently serves as Advisor, and ASANUMA CORPORATION, where he currently serves as Outside Auditor, the scales of these transactions were less than 2% of the Company's net sales for the most recent fiscal year.
  - Conclusion of a directors and officers liability insurance contract  
The Company has concluded a directors and officers liability insurance contract with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act. If the election of Mr. Yoshiaki Nakagawa is approved, he will be insured under the insurance contract.  
The insurance contract covers damages that may arise when the insured assumes liability for the execution of his or her duties or receives a claim related to the pursuit of such liability.  
The Company plans to renew the insurance contract with the same coverage at the time of the next renewal in August 2021.