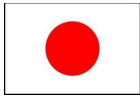


MEETING DATE	Wed, 29 Sep 2021 10:00 am	TYPE	AGM	ISSUE DATE	Wed, 15 Sep 2021
MEETING LOCATION	2nd Floor Conference Room of the C Building of the company, 2500 Hagisono, Chigasaki, Kanagawa, Japan.				
CURRENT INDICES	PIRC Japan				
SECTOR	Special industry machinery, not elsewhere classified				

PROPOSALS		ADVICE
1	<p>Appropriation of Surplus Japanese companies seek specific authority for the appropriation of any surplus in earnings and this authority includes any distribution of a dividend. The approach to such resolutions rests on the degree to which the dividend payout ratio is in line with the level of distribution which investors could reasonably expect. A dividend of 95 yen per share is proposed, and the dividend payout ratio is approximately 31.5%. This exceeds the minimum acceptable threshold of 15% and the company did not make a loss during the year under review. Triodos supports this resolution.</p>	For
2.1	<p>Re-elect Iwashita Setsuo - President President. It is considered the responsibility of the most senior Board member to ensure that there is appropriate outside oversight of Board decisions. As there are three or more outside directors, it is considered that there is adequate outside presence on the Board. Triodos supports this resolution.</p>	For
2.2	<p>Re-elect Motoyoshi Mitsuru - Executive Director Executive Director.</p>	For
2.3	<p>Re-elect Choong Ryul Paik - Executive Director Executive Director.</p>	For
2.4	<p>Re-elect Nishi Keisuke - Non-Executive Director Non-Executive Director, not considered to be independent. There is insufficient independent representation on the Board (less than one-third of the whole Board). Triodos opposes this resolution.</p>	Oppose
2.5	<p>Re-elect Uchida Norio - Non-Executive Director Independent Non-Executive Director.</p>	For
2.6	<p>Re-elect Ishida Kouzou - Non-Executive Director Independent Non-Executive Director.</p>	For
2.7	<p>Re-elect Nakajima Yoshimi - Non-Executive Director Independent Non-Executive Director.</p>	For
3.0	<p>Re-elect Utsunomiya Isao Independent Corporate Auditor. Triodos supports this resolution.</p>	For
5	<p>Reviewing Aggregate Remuneration Amount of Directors/Corporate Auditors It is proposed to approve the aggregate remuneration of directors, pursuant to the provisions of the Companies Act and the Ordinance for Enforcement of the Companies Act. The increase has been justified and it is within recommended limits. Also, performance-related pay is restricted to executives. Triodos supports this resolution.</p>	For

SUPPORTING INFORMATION FOR RESOLUTIONS

Proposal 3.0 - Re-elect Utsunomiya Isao

The traditional governance structure for Japanese companies (Kansayaku) involves the appointment of corporate auditors. Large Japanese companies are required to form a board of corporate auditors with powers to examine board activities and oversee financial reports. Such companies are required by law to appoint at least three statutory auditors to the corporate audit board. At least half the corporate auditors must qualify as 'outsiders'. Beyond this legal minimum, it is considered to be best practice that boards of corporate auditors should be composed wholly of outsiders. New appointments are therefore considered in the context of their effect on the balance of independence.

Note: It is considered that the corporate auditor board will be 0.0% independent following the Annual Meeting.

For Private Circulation only

©Copyright 2021 PIRC Ltd

Researcher: Cristiane Oliveira
Email: pircresearch@pirc.co.uk

Information is believed to be correct but cannot be guaranteed. Opinions and recommendations constitute our judgement as of this date and are subject to change without notice. The document is not intended as an offer, solicitation or advice to buy or sell securities. Clients of Pensions & Investment Research Consultants Ltd may have a position or engage in transaction in any of the securities mentioned.



Pensions & Investment Research Consultants Limited
8th Floor, Suite 8.02, Exchange Tower
2 Harbour Exchange Square
E14 9GE

Tel: 020 7247 2323
Fax: 020 7247 2457
<http://www.pirc.co.uk>

Regulated by the Financial Conduct Authority