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(Stock Exchange Code 7315)

June 7, 2022

**To Our Shareholders with Voting Rights:**

Kazuhiko Ito  
President and Representative Director  
IJTT Co., Ltd.  
1-7 Kinkocho, Kanagawa-ku,  
Yokohama-shi, Kanagawa, Japan

**NOTICE OF CONVOCATION OF  
THE 9TH ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

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

You are hereby informed that the 9th Annual General Meeting of Shareholders of IJTT Co., Ltd. (the “Company”) will be held as described below.

Considering the current situation where the novel coronavirus (COVID-19) infection is still not expected to be brought under control, we kindly ask you to exercise your voting rights in advance in writing or via the internet. In case you attend the meeting in person, please take measures such as wearing a mask in order to ensure your safety and prevent the spread of infection. In addition, we may take necessary measures to ensure your safety and prevent the spread of infection at the venue of the meeting based on our judgement. We appreciate your understanding and cooperation.

Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:30 p.m. (close of operation on that day) on Thursday, June 23, 2022, Japan time.

[Exercise of voting rights in writing (postal mail)]

Please indicate your vote for or against each proposal on the enclosed Voting Rights Exercise Form and return it so that it is received by the above deadline.

[Exercise of voting rights via the Internet]

Please access the Company’s voting Web site (<https://evote.tr.mufg.jp/>) for exercising voting rights using your PC or smartphone, follow the instructions on the screen, and enter your vote for or against each proposal using the “login ID” and the “Temporary Password” printed on the enclosed Voting Rights Exercise Form by the above deadline.

- 1. Date and Time:** Friday, June 24, 2022, at 10:00 a.m. Japan time (The reception desk opens at 9:30 a.m.)
- 2. Place:** “FUYOH” 2F Banquet Bldg, Yokohama Royal Park Hotel, 2-1-3, Minatomirai 2-chome, Nishi-ku, Yokohama-shi, Kanagawa, Japan  
(Please note that the venue is changed from last year.)
- 3. Meeting Agenda:  
Matters to be reported:**
  1. The Business report, Consolidated Financial Statement for the Company’s 9th fiscal year (April 1, 2021- March 31, 2022) and the results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
  2. Non-consolidated Financial Statement for the Company’s 9th fiscal year (April 1, 2021 - March 31, 2022)

**Proposals to be resolved:**

**Proposal 1:** Appropriation of Surplus

**Proposal 2:** Partial Amendments to the Articles of Incorporation

**Proposal 3:** Election of 4 Directors

**4. Matters determined for convocation of this General Meeting of Shareholders**

(1) Handling of exercised voting rights without indication of vote for or against proposals

If there is no indication of either for or against a proposal, the intent shall be deemed to be for the proposal.

(2) Exercise of voting rights through a proxy

If you do not attend the meeting, you can exercise your voting rights through a proxy, who must be another shareholder of the Company with voting rights. Such proxy will be required to submit a document certifying his/her authority as proxy.

- When attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk. Please bring this convocation notice to the meeting with you to save natural resources.
- The following items are posted on the Company's Web site (<https://www.ijtt.co.jp/>) pursuant to laws and Article 15 of the Company's Articles of Incorporation, therefore they are not described in this convocation notice.
  - (1) Notes to Consolidated Financial Statements
  - (2) Notes to Non-consolidated Financial StatementsOther than the attached documents to this convocation notice, the Notes to Consolidated Financial Statements and Notes to Non-consolidated Financial Statements, which are posted on the Company's Web site, are included in the Consolidated Financial Statements and Non-consolidated Financial Statements audited by the Audit & Supervisory Board Members and the Accounting Auditor.
- Should the Reference Documents for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements require revisions, the revised versions will be posted on the Company's Web site (<https://www.ijtt.co.jp/>). In addition, we will inform you of various countermeasures for the spread of COVID-19 infection by posting the information on the website stated above.
- On the day of the Meeting, the Company will adopt "Cool Biz" attire.
- The operation staff of the meeting will wear masks while on duty after confirming their health conditions including taking their temperatures.

# Reference Documents for the General Meeting of Shareholders

## Proposals and References

### **Proposal 1:** Appropriation of Surplus

With regard to the appropriation of surplus, the Company intends to pay a year-end dividend for its 9th fiscal year, which ended March 31, 2022, as described below, considering such factors as business performance for the fiscal year under review and future business development.

The annual dividend will be ¥20 per share for the fiscal year under review, including an interim dividend of ¥10 per share already paid.

1. Type of dividend property:  
Cash
2. Matters regarding the allocation of dividend property to shareholders and its total amount:  
¥10 per share (common stock of the Company) Total amount: ¥469,136,340
3. Effective date for dividends from surplus:  
June 27, 2022

**Proposal 2: Partial Amendments to the Articles of Incorporation**

1. Reasons for the Amendment

Since the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) are to be enforced on September 1, 2022, the Company proposes to make the following changes to its Articles of Incorporation in preparation for the introduction of the system for providing informational materials for the general meeting of shareholders in electronic format.

- (1) The proposed amendment to Article 15, Paragraph 1 stipulates that measures to provide electronic information that forms the content of Reference Documents for the General Meeting of Shareholders, etc. shall be taken.
- (2) The proposed amendment to Article 15, Paragraph 2 provides provisions to limit the scope of the matters described in the documents to be delivered to shareholders who have requested information in writing.
- (3) Since the provisions for Internet Disclosure and Deemed Provision of Reference Documents etc. for the General Meeting of Shareholders, (Article 15 of the current Article of Incorporation) will no longer be required, they will be deleted.
- (4) Accompanying the aforementioned establishment and deletion of provisions, supplementary provisions regarding the effective date, etc. will be established.

2. Details of the Amendments

The details of the amendments are as follows.

(Amended portions are underlined.)

Current Articles	Amended Articles
<p><u>(Internet Disclosure and Deemed Provision of Reference Documents etc. for the General Meeting of Shareholders.)</u></p> <p><u>Article 15 When the Company convenes a general meeting of shareholders, if it discloses information that is to be stated or presented in the reference documents for the general meeting of shareholders, business report, non-consolidated financial statements and consolidated financial statements through the internet in accordance with the provisions prescribed by the Ministry of Justice Order, it may be deemed that the Company has provided such information to shareholders.</u></p>	<p>&lt; Deleted &gt;</p>

Current Articles	Amended Articles
< Newly Established >	<p data-bbox="810 277 1316 338"><u>(Measures, etc. for Providing Information in Electronic Format)</u></p> <p data-bbox="810 349 1406 557"><u>Article 15 When the Company convenes a general meeting of shareholders, it shall take measures for providing information that constitutes the content of reference documents etc. for the general meeting of shareholders, in electronic format.</u></p> <p data-bbox="895 568 1410 875">2. <u>Among items for which the measures for providing information in electronic format will be taken, the Company may exclude all or some of those items designated by the Ministry of Justice Order from statements in the paper-based documents to be delivered to shareholders who requested information in writing by the base date of voting rights.</u></p>
< Newly Established >	<p data-bbox="810 898 1134 927"><u>(Supplementary Provisions)</u></p> <p data-bbox="799 938 1422 1379">1. <u>The deletion of Article 15 (Internet Disclosure and Deemed Provision of Reference Documents etc. for the General Meeting of Shareholders,) in the pre-amended Articles of Incorporation and the establishment of the new Article 15 (Measures, etc. for Providing Information in Electronic Format) in the amended Articles of Incorporation shall be effective from the date of enforcement of the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) (hereinafter referred to as the “Date of Enforcement”).</u></p> <p data-bbox="799 1391 1417 1559">2. <u>Notwithstanding the provision of the preceding paragraph, Article 15 of the pre-amended Articles of Incorporation shall remain effective regarding any general meeting of shareholders held on a date within six months from the Date of Enforcement.</u></p> <p data-bbox="799 1570 1390 1771">3. <u>These Supplementary Provisions shall be deleted on the date when six months have elapsed from the Date of Enforcement or three months have elapsed from the date of the general meeting of shareholders in the preceding paragraph, whichever is later.</u></p>

**Proposal 3: Election of 4 Directors**

The terms of office of Company Director Hidetoshi Kawamoto will expire at the conclusion of this year's Annual General Meeting of Shareholders and the other three Company Directors Masashi Harada, Masanori Ota and Makoto Saito will resign at that time. Accordingly, the election of 4 Directors is proposed.

The candidates are as follows:

No.	Name (Date of birth)	Past experience, positions, area of responsibility and significant concurrent positions	Number of shares of the Company held
1	Hidetoshi Kawamoto (October 13, 1953)	April 1980      Joined Clarion Co., Ltd.* April 2011      Deputy Senior Vice President & GM of Sales Management Div. of Hitachi Automotive Systems, Ltd.* October 2011    Director, Chairman & CEO of Hitachi Automotive Systems Asia, Ltd. June 2012        Executive Director of Clarion Co., Ltd.* April 2013        Director, Chairman & President of Hitachi Automotive Systems Asia, Ltd. August 2013     In charge of Business Structure Reform of Clarion Co., Ltd.* April 2014        Representative Director, President & COO of Clarion Co., Ltd. June 2016        Director, Representative Executive Officer, President & COO of Clarion Co., Ltd. June 2017        Director, Representative Executive Officer, Chairman & CEO of Clarion Co., Ltd. April 2018        Director, Representative Executive Officer, Chairman of Clarion Co., Ltd. April 2019        Chairman of Faurecia Japan Co., Ltd. April 2019        Faurecia S.E. Senior Advisor of CEO June 2019        Outside Director of AGS Corporation (to present) June 2020        Outside Director of the Company (to present)	9,000
	Reasons for his nomination as Outside Director and summary of expected roles	Hidetoshi Kawamoto has long engaged in corporate management at companies including electric equipment and automobile parts manufacturers, etc. and as Outside Director, involved in the management of the Company since 2020. We believe he will reflect his experience and insight in the management of the Company.	

\* Hitachi Automotive Systems, Ltd. changed its company name to Hitachi Astemo, Ltd. in January 2021 due to business integration, and Clarion Co., Ltd. changed its company name to Faurecia Clarion Electronics Co., Ltd. in January 2021.

No.	Name (Date of birth)	Past experience, positions, area of responsibility and significant concurrent positions	Number of shares of the Company held	
2	* Koichi Seto (April 4, 1959)	April 1983 April 2008	Joined Isuzu Motors Limited General Manager of Corporate Business Planning Department of Isuzu Motors Limited	0
		March 2011 April 2014	President of Isuzu Motors Asia Ltd. Associate Division Executive of Powertrain Business Division of Isuzu Motors Limited	
		April 2015	Executive Officer, Associate Division Executive of Corporate Planning and Finance Division of Isuzu Motors Limited	
		June 2015	Audit & Supervisory Board Member of IJT Technology Holdings Co., Ltd. (currently IJT Co., Ltd)	
		April 2016	Executive Officer, Executive of Corporate Communications Department and Corporate Planning Department, Corporate Planning and Finance Division of Isuzu Motors Limited	
		April 2017	Senior Executive Officer, Division Executive of Corporate Planning and Finance Division of Isuzu Motors Limited	
		April 2019	Senior Executive Officer, Division Executive of Industrial Solutions and Powertrain Business Division, Powertrain Business Headquarters of Isuzu Motors Limited	
		June 2019	Director of the Board, Senior Executive Officer, Division Executive of Industrial Solutions and Powertrain Business Division, Powertrain Business Headquarters of Isuzu Motors Limited	
		April 2022	Director of the Board of Isuzu Motors Limited (to present)	
		April 2022	Corporate Advisor of the Company (to present)	
			Reasons for his nomination as Director	

No.	Name (Date of birth)	Past experience, positions, area of responsibility and significant concurrent positions	Number of shares of the Company held
3	* Shuji Hasegawa (May 31, 1961)	<p>April 1984      Joined Isuzu Motors Limited</p> <p>April 2012      General Manager of Accounting Department of Isuzu Motors Limited</p> <p>April 2013      General Manager of Corporate Planning Department of Isuzu Motors Limited</p> <p>April 2015      Managing Director, Division Executive of Corporate Planning and Administration Division of Isuzu Motors Sales LTD.</p> <p>April 2020      Managing Director, Division Executive of Corporate Administration Division of Isuzu Motors Sales LTD.</p> <p>April 2021      Senior Managing Director, Division Executive of Corporate Administration Division of Isuzu Motors Sales LTD.</p> <p>April 2022      Senior Executive Officer, Division Executive of Corporate Planning Headquarters, Senior Division Executive of Corporate Planning Division and Overseas Business Division of the Company (to present)</p>	0
	Reasons for his nomination as Director	Shuji Hasegawa has accumulated experience in corporate management through his role as division executive of sales, corporate planning and finance departments of Isuzu Motors Limited, and engaged in the management of Isuzu Motors Sales Ltd., a subsidiary of Isuzu Motors Limited, as managing director and senior managing director. We believe his knowledge and experience will contribute to enhancing the management of the Company.	



No.	Name (Date of birth)	Past experience, positions, area of responsibility and significant concurrent positions	Number of shares of the Company held
4	* Shinichiro Fujita (February 15, 1958)	<p>April 1980      Joined Jidosha Neji Kogyo K. K.*</p> <p>April 2012      Executive Officer, General Manager of IMM Promotion and Maintenance Department of Jidosha Buhin Kogyo Co., Ltd. (currently IJTT Co., LTD)</p> <p>April 2015      Senior Executive Officer, In charge of IMM Human Development Center and Maintenance Department of Jidosha Buhin Kogyo Co., Ltd.</p> <p>April 2016      Director, Senior Executive Officer, Division Executive of Production Division of Jidosha Buhin Kogyo Co., Ltd.</p> <p>April 2017      Managing Director, Division Executive of Production Division of Jidosha Buhin Kogyo Co., Ltd.</p> <p>April 2019      Senior Executive Officer, Associate Division Executive of Production Division of the Company</p> <p>April 2020      Senior Executive Officer, Division Executive of Production Division of the Company</p> <p>April 2021      Senior Executive Officer, Division Executive of Production Division and the 1st Division of Production (to present)</p>	43,900
	Reasons for his nomination as Director	Shinichiro Fujita has accumulated experience while serving in the production division of Jidosha Buhin Kogyo Co., Ltd. (predecessor of the Company) and the Company for many years and currently, as senior executive officer and division executive of the Production Division and the 1st Division of Production, is engaged in the management of the Company. We believe his knowledge and experience will contribute to the development of the Company in playing a vital role in customer supply chains in the future.	

\* Jidosha Neji Kogyo K. K. was merged with Jidosha Buhin Seizo Co., Ltd. in May 1982, and Jidosha Buhin Seizo Co., Ltd. changed its trade name to Jidosha Buhin Kogyo Co., Ltd. in July 1982.

(Notes)

1. \* Candidate for director to be newly elected.
2. There are no special interests between each candidate and the Company.
3. Hidetoshi Kawamoto is a candidate for Outside Director. Hidetoshi Kawamoto is currently Outside Directors of the Company. The terms of office as Outside Directors of Kawamoto at the conclusion of this General Meeting of Shareholders are 2 years. He has been designated as independent directors as stipulated by the Tokyo Stock Exchange.
4. The Company has a contract with Hidetoshi Kawamoto for limitation of indemnity liability for damages as provided in Article 423, Paragraph 1 of the Companies Act on the basis of the provisions of Article 427, Paragraph 1 of the Companies Act (This contract shall continue to be in effect if they are reelected.). The limit of the liability under the contract shall be the amount set forth in Article 425, Paragraph 1 of the Companies Act.
5. The Company has entered into a directors and officers liability insurance contract to insure all its Directors. The contract will cover damages that may arise due to insured Directors assuming liability for their execution of duties, or receiving a claim for the pursuit of such liability. If the candidate assumes office as Director, he will be insured under the insurance contract, which is to be renewed on October 1, 2022.

(Reference)

If Proposal 3 is approved, the expertise of Directors and Audit & Supervisory Board Members will be as described below.  
(The positions of directors shall be determined by a resolution of the Board of Directors Meeting following this General Meeting of Shareholders.)

		Management	Strategy and Planning	Sales	Development	Manufacturing and Quality	Purchasing	Finance and Accounting	General and Human Resources	Legal, Compliance, and Governance	Global experience
Chairman and Representative Director	Kazuhiko Ito	○	○				○				○
President and Representative Director	Koichi Seto	○	○	○							○
Executive Vice President and Director	Kazunori Asada	○			○	○					
Director and Senior Executive Officer	Shuji Hasegawa	○	○	○				○	○	○	
Director and Senior Executive Officer	Shinichiro Fujita				○	○					
Director and Senior Executive Officer	Takayuki Kaneko		○	○				○			
Outside Director	Hideaki Oda	○	○		○	○					○
Outside Director	Ichiro Tsuchiya	○	○	○				○			○
Outside Director	Hidetoshi Kawamoto	○	○	○		○	○		○	○	○
Full-time Audit & Supervisory Board Member	Seiichi Kurihara						○	○			
Outside Audit & Supervisory Board Member	Akiko Urabe									○	
Audit & Supervisory Board Member	Kenichi Asahara		○	○				○		○	○
Outside Audit & Supervisory Board Member	Nobuteru Moriuchi	○	○					○	○	○	○

(Note) The above list does not represent all the expertise possessed by Directors and Audit & Supervisory Board Members.