

Notice of the 163rd General Meeting of Shareholders

Date Tuesday, June 27, 2023, 10:00 A.M. (JST)

Place The Main Hall, 52nd floor
Taisei Corporation Head Office
Shinjuku Center Building
25-1, Nishi-Shinjuku 1-chome
Shinjuku-ku, Tokyo 163-0606, Japan

Matters to Be Resolved

Items No.1:
Appropriation of Earned Surplus

Items No.2:
Election of Twelve (12) Members of the
Board

Items No.3:
Election of Two (2) Audit & Supervisory
Board Members

Please exercise your voting rights through the Internet or by post by 5:30 P.M. (JST), Monday, June 26, 2023.

TAISEI CORPORATION

Securities Code: 1801

IMPORTANT NOTE:

This notice and attached documents are English translations of the “Notice of the 163rd General Meeting of Shareholders (*Dai-163-kai Teiji Kabunushi Sokai Shoshu Go-Tsuchi*),” “Reference Materials for the General Meeting of Shareholders (*Kabunushi Sokai Sanko Shorui*)” of Taisei Corporation, and are prepared solely for the convenience of shareholders who are non-Japanese speakers. In the event that any of the information contained in these English translations is inconsistent with the information contained in the Japanese original documents, the Japanese original texts shall prevail.



For a Lively World

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Greeting from President and Chief Executive Officer

To Our Shareholders,

I would like to express my gratitude for your continuous support.

With reference to the Notice of the 163rd General Meeting of Shareholders we have delivered to our shareholders, I would like to make a few remarks.

The Taisei Group celebrates 150th anniversary of its foundation in 2023.

We are faced with a variety of social challenges, including a rapidly changing international situation, global environmental issues, and serious domestic issues of the declining birthrates and aging population.

In response to these challenges, all executives and employees will work together to create new value for society and build further relationships of trust with our stakeholders through “contributing to the development of a resilient society,” which we aim to achieve in our TAISEI VISION 2030, while demonstrating the spirit of enterprise that has been built up as we had overcome the challenges which we had encountered many times since our foundation.

In the ongoing project “(tentative name) Sapporo Kita 1 Nish 5 Project” undertaken by our Sapporo Branch, we failed to satisfy the steel erection accuracy requirements. We deeply apologize to our shareholders for the great concern and inconvenience this issue has caused.

We will implement measures to prevent ourselves from repeating the similar failures and make company-wide efforts to restore our credibility and trust in us. I sincerely appreciate your continuous and invaluable cooperation and support.



President and Chief Executive Officer,
Representative Director

Yoshio Aikawa

To Our Shareholders

NOTICE OF THE 163rd GENERAL MEETING OF SHAREHOLDERS

Taisei Corporation (the “Company”) would like to take this occasion to express particular thanks for the support of our shareholders.

Notice is hereby given that the 163rd General Meeting of Shareholders of Taisei Corporation (the “GMS”) will be held as indicated below.

Please kindly review the Reference Materials for the GMS provided hereunder, and we would like to request you to exercise your voting rights beforehand through the Internet or by post no later than Monday, June 26, 2023, 5:30 P.M. (JST) as described on page 4.

In addition, there will be live streaming of the GMS so that the proceedings of the meeting can be viewed at home. Please refer to the back cover page regarding the details of the live streaming.

1. Date: Tuesday, June 27, 2023, 10:00 A.M. (JST)

2. Place: The Main Hall, 52nd floor
Taisei Corporation Head Office
Shinjuku Center Building
25-1, Nishi-Shinjuku 1-chome
Shinjuku-ku, Tokyo 163-0606, Japan

3. Agenda:

- (1)Matters to be reported:**
1. Business Report, Consolidated Financial Statements, and Audit Reports of Accounting Auditor and Audit & Supervisory Board for Consolidated Financial Statements, for the fiscal year ended March 31, 2023 (the 163rd Business Year commenced April 1, 2022 and ended March 31, 2023)
 2. Non-Consolidated Financial Statements, for the fiscal year ended March 31, 2023 (the 163rd Business Year commenced April 1, 2022 and ended March 31, 2023)

(2)Matters to be resolved:

Items No.1: Appropriation of Earned Surplus

Items No.2: Election of Twelve (12) Members of the Board

Items No.3: Election of Two(2) Audit & Supervisory Board Members

Yours sincerely,

Yoshiro AIKAWA
President and Chief Executive Officer
Representative Director
TAISEI CORPORATION

Measures for Electronic Provision of Information pertaining to the Matters to Be Specified in Shareholders Meeting Reference Documents (For shareholders who use Japanese language only)

Upon convocation of the GMS, the information pertaining to the matters to be specified in Shareholders Meeting Reference Documents for the GMS of which electronic provision is made, is posted on the following websites on the Internet. We sincerely request the shareholders to visit the websites and confirm it.

The Company's website:

<https://www.taisei.co.jp/ir/soukai.html> (Japanese language only)

Note: For shareholders who use English, please refer to the Company's English website:
<https://www.taisei.co.jp/english/ir/meeting/>



The website of Tokyo Stock Exchange ("TSE"):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (Japanese language only)



The way to search the information of the listed companies of TSE

Insert the name "Taisei Corporation" or the securities code "1801" into the search box of the website, and select the link "basic information" or "documents for public inspection/information for public relations"

The website of convocation through the Internet:

<https://s.srdb.jp/1801/> (Japanese language only)



Regarding procedures upon request for provision of the Shareholders Meeting Reference Documents for the GMS in writing

Due to amendment of the Companies Act, the Shareholders Meeting Reference Documents for the GMS can be posted on the website. However, shareholders for whom it is difficult to access the Internet may request for provision of the Shareholders Meeting Reference Documents for the GMS in writing. If you want to use the procedures for the provision in writing, please contact to the securities company where you hold stock account of the Company's shares.

In addition, if you want to receive the printed documents the content of which is the same as those sent to the shareholders who requested provision of the Shareholders Meeting Reference Documents for the GMS in writing, you can apply for the said documents through the following website only for this GMS. Provided, however, that such application is not regarded as "request for provision of the Shareholders Meeting Reference Documents for the GMS in writing," therefore, please separately contact to the securities companies and request it. Please note that it will take about one week from your application to your receipt of the said documents.

Furthermore, the number of copies of the printed documents are limited. Therefore, we would like you to understand that, if the number of applications are more than that of copies, we cannot send the printed documents in such case.

The website for receiving application for sending the notice of the GMS:

<https://d.srdb.jp/1801/2306/> (Japanese language only)



Log-in ID: Shareholders number (9-digit)

Log-in password: Japan's postal code (7-digit, Hyphen is not necessary.)

The deadline of the receipt: No later than 11:59 P.M. (JST),
Wednesday, June 21, 2023

Instructions of exercising your voting right (Prior to the GMS or on the date of the GMS)

(Exercise of Voting Rights Prior to the GMS) Exercising your voting right through the Internet



Deadline for Voting: ▶ **By Monday, June 26, 2023, 5:30 P.M. (JST)**

Please access the designated website for voting of the Company (<https://soukai.mizuho-tb.co.jp/>) and follow the instructions on the screen to enter your preference on the matters to be resolved.

QR code is also printed in the Voting Form. (“ID” and “Password” are not necessary.)

For more information, please refer to the enclosed paper titled “Request for exercising your voting right.”

Reference for Institutional Investors

The “Electronic Voting Platform” being operated by ICJ is available for the institutional investors.

(Exercise of Voting Rights Prior to the GMS) Exercising your voting right by post



Deadline for Voting: ▶ **Needs to Be Received by Monday, June 26, 2023, 5:30 P.M. (JST)**

Please indicate your preference on the matters to be resolved on the enclosed Voting Form and return the Form by post.

In case no preference is indicated on a matter to be resolved, we treat that you cast an affirmative vote to that matter.

(Exercise of Voting Rights on the date of the GMS) Where you attend the Meeting



Date of the Meeting: ▶ **Tuesday, June 27, 2023, 10:00 A.M. (JST)**

Shareholders attending the Meeting are requested to submit the Voting Form to the reception desk at the Place for the GMS.

If exercising your voting rights by proxy, you can appoint one of other shareholders of the Company who is entitled to vote and ask that person to attend the General Meeting of Shareholders as your proxy.

In this case, please be advised that a letter of proxy shall be submitted along with a Voting Form.

Body temperature will be taken at the entrance of the venue.

The shareholder who does not seem to be in a good health condition may be asked by the staff not to attend this GMS.

Note 1: Regarding the documents which the Company may send upon the shareholders’ request for such documents in writing, in accordance with laws and regulations and Article 16 of the Articles of Incorporation of the Company, the following items are omitted from the documents.

- Systems and Policies of the Company
- Consolidated Statement of Changes in Net Assets and Notes to Consolidated Financial Statements
- Non-Consolidated Statement of Changes in Net Assets and Notes to the Non-Consolidated Financial Statements

Provided, the Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements, which were audited by Audit & Supervisory Board Members and Accounting Auditors include the above items omitted from the documents in writing to be sent upon shareholders’ request.

Note 2: In the event that any amendment is made in the Reference Materials for the General Meeting of Shareholders, Business Report, Consolidated Financial Statements and Non-Consolidated Financial Statements, the Company will disclose the amended matter on the Company’s website.

Note 3: The notice of the resolution adopted at this General Meeting of Shareholders will be reported on the Company’s website instead of sending a written document.

The Company’s Website ▶ <https://www.taisei.co.jp/english/>

Shareholders Meeting Reference Documents

Matters to Be Resolved and Reference Information

Item No.1 Appropriation of Earned Surplus

The Company has made a fundamental policy to pay a long-term stable dividend to shareholders. While reinforcing its internal reserve for the future business operation, the Company returns the profit to the shareholders according to the business performance. Comprehensively taking account of both business performance in the fiscal year ended March 31, 2023, and business environment in the future etc., the cash dividend at the end of the fiscal year ended March 31, 2023 is proposed to be ¥65.00 per share as stated below.

As the result, the total dividend for the fiscal year ended March 31, 2023, including interim dividend, is ¥130.00 per share.

1 Matters Concerning the Year-end Dividend

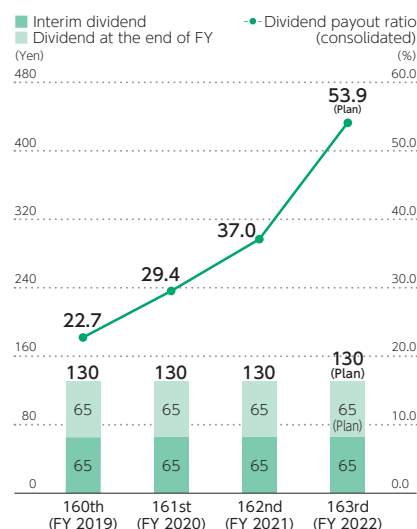
- (1) Cash dividend and its total amount:
- Common stock: ¥ 65.00 per share
Total amount: ¥ 12,250,545,970-
- (2) Effective date of dividend of surplus:
June 28, 2023

2 Matters Concerning Other Appropriation of Earned Surplus

- (1) Item of decreased surplus and its amount
Other reserve: ¥ 8,000,000,000-
- (2) Item of increased surplus and its amount
Retained earnings carried forward: ¥ 8,000,000,000-

[Reference: Annual cash dividend per share]

	160th (FY 2019)	161st (FY 2020)	162nd (FY 2021)	163rd (FY 2022)
Interim dividend (Yen)	65	65	65	65
Dividend at the end of FY (Yen)	65	65	65	65 (Plan)
Annual dividend (Yen)	130	130	130	130 (Plan)
Dividend payout ratio (consolidated) (%)	22.7	29.4	37.0	53.9 (Plan)



Items No.2 Election of Twelve (12) Members of the Board

The term of all Members of the Board expires at the closing of this General Meeting of Shareholders.

Therefore, an election of twelve (12) Members of the Board is proposed.

The Candidates of Members of the Board are as follows:

No.	Name of the Candidate	Position and Title		Attendance at the Board
1	Shigeyoshi TANAKA	Chairman, Representative Director In Charge of Safety Administration	Re-election	12 out of 13 Meetings (92%)
2	Yoshiro AIKAWA	President and Chief Executive Officer, Representative Director	Re-election	13 out of 13 Meetings (100%)
3	Hiroshi TSUCHIYA	Executive Vice President Chief of Marketing & Sales Division (Integrated)	New Candidate	—
4	Masahiko OKADA	Senior Managing Executive Officer Chief of Business Administration Division; In Charge of New Business Planning	New Candidate	—
5	Hiroshi KIMURA	Senior Managing Executive Officer, Member of the Board Deputy Chief of Marketing & Sales Division (Integrated), Supervising Marketing & Sales (Civil Engineering); Chief of Marketing & Sales (Civil Engineering) Division	Re-election	13 out of 13 Meetings (100%)
6	Mayuki YAMAURA	Managing Executive Officer Chief of Architecture & Engineering Division (Integrated); Chief of Building Construction Division	New Candidate	—
7	Yuichiro YOSHINO	Managing Executive Officer In Charge of Building Construction Business Strategy; Deputy Chief of Corporate Planning Office	New Candidate	—
8	Toshiyuki TSUJI	Managing Executive Officer Chief of Marketing & Sales Promotion Division	New Candidate	—
9	Atsuko NISHIMURA	Member of the Board Chairman of the Governance System Review Committee	Re-election External Member Independent Executive	13 out of 13 Meetings (100%)
10	Norio OTSUKA	Member of the Board Chairman of the Executive Personnel Committee Chairman of the Remuneration Committee	Re-election External Member Independent Executive	13 out of 13 Meetings (100%)
11	Fumiya KOKUBU	Member of the Board Chairman of the Sustainability Committee	Re-election External Member Independent Executive	13 out of 13 Meetings (100%)
12	Tsutomu KAMIJO		New Candidate External Member Independent Executive	—

Note:

The position and title of each candidate mentioned above are as of the date of this General Meeting of Shareholders.



1 Shigeyoshi TANAKA

Re-election

Birthday

November 1, 1954 (Age 68)

Number of the Company's Shares Held by the Candidate

15,800

Term of Office as Member of the Board

8 years

Attendance at the Board

12 out of 13 Meetings (92%)

Important Concurrent Position

President of Japan Society of the Civil Engineers

History and Post of the Candidate

1979.04: Joined the Company
2011.04: Executive Officer
2013.04: Managing Executive Officer
2015.04: Senior Managing Executive Officer
2015.06: Senior Managing Executive Officer, Member of the Board

2017.04: Executive Vice President, Member of the Board
2019.04: Executive Vice President, Representative Director
2023.04: Chairman, Representative Director In Charge of Safety Administration [Current Position]

The reasons for nominating him as candidate for a Member of the Board

Mr. Shigeyoshi TANAKA, specialized in civil engineering technologies, has successively held various posts such as Chief of Kyushu Branch, Chief of Corporate Planning Office, and Chief of Civil Engineering Division since his appointment as Executive Officer in April 2011. He has distinguished expertise in civil engineering field, broad experience and achievement at the Company, and considerable knowledge of the overall management of the Taisei Group. In April 2023, he took office as Chairman, Representative Director. At present, he is working on to strengthen the decision making and supervising function of the meetings of the Board, and he has led discussions at the meeting of the Board as Chairman of the Board and contributed to enhancement of deliberations at the Board. As Mr. Shigeyoshi TANAKA can be expected to contribute to the sustainable development and further enhancement of the corporate value of Taisei Group, we nominate him as candidate for a Member of the Board again.



2 Yoshiro AIKAWA

Re-election

Birthday

September 20, 1957 (Age 65)

Number of the Company's Shares Held by the Candidate

5,665

Term of Office as Member of the Board

4 years

Attendance at the Board

13 out of 13 Meetings (100%)

History and Post of the Candidate

1980.04: Joined the Company
2013.04: Executive Officer
2016.04: Managing Executive Officer
2019.06: Managing Executive Officer, Member of the Board

2020.04: Senior Managing Executive Officer, Member of the Board
2020.06: President and Chief Executive Officer, Representative Director [Current Position]

The reasons for nominating him as candidate for a Member of the Board

Mr. Yoshiro AIKAWA, specialized in building construction technologies, has successively held various posts such as Chief of Kyushu Branch, Chief of Marketing & Sales (Building Construction) Division II, and Chief of Architecture & Engineering Division (Integrated) and Chief of Building Construction Division since his appointment as Executive Officer in April 2013. He has broad experience and achievement at the Company, and considerable knowledge of the overall management of the Taisei Group. Since June 2020, he has served as President and Chief Executive Officer and contributed to establishing the foundation for future growth of the Company and the Taisei Group in order to realize the Medium- to Long-Term Vision of the Taisei Group [TAISEI VISION 2030]. As Mr. Yoshiro AIKAWA can be expected to contribute to the sustainable development and further enhancement of the corporate value of the Taisei Group, we nominate him as candidate for a Member of the Board again.



3 Hiroshi TSUCHIYA

New Candidate

Birthday

April 28, 1956 (Age 67)

Number of the Company's Shares Held by the Candidate

7,270

Term of Office as Member of the Board

—

Attendance at the Board

—

History and Post of the Candidate

1980.04: Joined the Company

2014.04: Executive Officer

2017.04: Managing Executive Officer

2020.06: Senior Management Executive Officer

2023.04: Executive Vice President
Chief of Marketing & Sales Division
(Integrated) [Current Position]

The reasons for nominating him as candidate for a Member of the Board

Mr. Hiroshi TSUCHIYA, specialized in building construction technologies, has adequately performed his duties since his appointment as Executive Officer in April 2014. He has distinguished expert knowledge in building construction fields, broad experience and achievement at the Company, and considerable knowledge of overall management of the Taisei Group. At present, as Chief of Marketing & Sales Division (Integrated), he is working on to develop and implement sales and marketing strategies, etc. As Mr. Hiroshi TSUCHIYA can be expected to contribute to the sustainable development and further enhancement of the corporate value of Taisei Group, we newly nominate him as candidate for a Member of the Board.



4 Masahiko OKADA

New Candidate

Birthday

January 22, 1959 (Age 64)

Number of the Company's Shares Held by the Candidate

2,072

Term of Office as Member of the Board

—

Attendance at the Board

—

History and Post of the Candidate

1982.04: Joined the Company

2017.04: Executive Officer

2020.06: Managing Executive Officer

2023.04: Senior Managing Executive Officer

Chief of Business Administration Division;
In Charge of New Business Planning [Current Position]

The reasons for nominating him as candidate for a Member of the Board

Ever since Mr. Masahiko OKADA joined the Company, he has been engaged in departments related to business administration, and successively held various posts such as General Manager of Secretariat Department, and Chief of Hokushinetsu Branch since his appointment as Executive Officer in April 2017. He has distinguished expert knowledge in accounting and financial fields, broad experience and achievement at the Company, and considerable knowledge of overall management of the Taisei Group. At present, he is working on to improve and promote the Taisei Group's risk management system as Senior Managing Executive Officer, in Charge of New Business Planning. As Mr. Masahiko OKADA can be expected to contribute to the sustainable development and further enhancement of the corporate value of the Taisei Group, we newly nominate him as candidate for a Member of the Board.



5 Hiroshi KIMURA

Re-election

Birthday

June 4, 1958 (Age 65)

Number of the Company's Shares Held by the Candidate

5,752

Term of Office as Member of the Board

4 years

Attendance at the Board

13 out of 13 Meetings (100%)

History and Post of the Candidate

1982.04: Joined the Company

2015.04: Executive Officer

2018.04: Managing Executive Officer

2019.06: Managing Executive Officer, Member of the Board

2020.06: Senior Managing Executive Officer, Member of the Board

Deputy Chief of Marketing & Sales Division (Integrated), Supervising Marketing & Sales (Civil Engineering);

Chief of Marketing & Sales (Civil Engineering) Division [Current Position]

The reasons for nominating him as candidate for a Member of the Board

Mr. Hiroshi KIMURA, specialized in civil engineering technologies, has successively held various posts such as Chief of Chugoku Branch and Deputy Chief of Marketing & Sales (Civil Engineering) Division since his appointment as Executive Officer in April 2015. He has distinguished experience in civil engineering sector, broad experience and achievement at the Company, and considerable knowledge of the overall management of Taisei Group. At present, as Deputy Chief of Marketing & Sales Division (Integrated), Supervising Marketing & Sales (Civil Engineering) and Chief of Marketing & Sales (Civil Engineering) Division, he is working on to strengthen the decision making and supervising function of the meeting of the Board as well as to develop and implement sales and marketing strategies of civil engineering business and renewable energy business, etc. As Mr. Hiroshi KIMURA can be expected to contribute to the sustainable development and further enhancement of corporate value of Taisei Group, we nominate him as candidate for a Member of the Board again.



6 Mayuki YAMAURA

New Candidate

Birthday

August 21, 1962 (Age 60)

Number of the Company's Shares Held by the Candidate

1,117

Term of Office as Member of the Board

—

Attendance at the Board

—

History and Post of the Candidate

1985.04: Joined the Company

2021.04: Executive Officer

2023.04: Senior Managing Executive Officer

Chief of Architecture & Engineering Division (Integrated);

Chief of Building Construction Division [Current Position]

The reasons for nominating him as candidate for a Member of the Board

Mr. Mayuki YAMAURA, specialized in building construction technologies, has successively performed his duties as Chief of Chiba Branch since his appointment as Executive Officer in April 2021. He has distinguished expertise in building construction sector, broad experience and achievement at the Company, and considerable knowledge of the overall management of Taisei Group. At present, as Managing Executive Officer, Chief of Architecture & Engineering Division (Integrated), and Chief of Building Construction Division, he is working on to develop and implement strategies for resolving issues regarding reinforcement of production system in departments related to building construction, etc. As Mr. Mayuki YAMAURA can be expected to contribute to the sustainable development and further enhancement of the corporate value of Taisei Group, we newly nominate him as candidate for a Member of the Board.



7 Yuichiro YOSHINO

New Candidate

Birthday

February 1, 1963 (Age 60)

Number of the Company's Shares Held by the Candidate

3,492

Term of Office as Member of the Board

—

Attendance at the Board

—

History and Post of the Candidate

1986.04: Joined the Company

2021.04: Executive Officer

2023.04: Managing Executive Officer
Deputy Chief of Corporate Planning Office

2023.06: Managing Executive Officer
In Charge of Building Construction Business Strategy;
Deputy Chief of Corporate Planning Office
[Current Position]

The reasons for nominating him as candidate for a Member of the Board

Mr. Yuichiro YOSHINO, specialized in building construction technologies, has successively performed his duties as Chief of Chugoku Branch since his appointment as Executive Officer in April 2021. He has distinguished expertise in building construction sector, broad experience and achievement at the Company, and considerable knowledge of the overall management of Taisei Group. At present, as Managing Executive Officer, Deputy Chief of Corporate Planning Office and in Charge of Building Construction Business Strategy, he is working on to develop and implement strategies regarding overall management of Taisei Group. As Mr. Yuichiro YOSHINO can be expected to contribute to the sustainable development and further enhancement of the corporate value of Taisei Group, we newly nominate him as candidate for a Member of the Board.



8 Toshiyuki TSUJI

New Candidate

Birthday

February 1, 1962 (Age 61)

Number of the Company's Shares Held by the Candidate

500

Term of Office as Member of the Board

—

Attendance at the Board

—

History and Post of the Candidate

1989.04: Joined the Company

2022.04: Executive Officer

2023.04: Managing Executive Officer
Chief of Marketing & Sales Promotion Division [Current Position]

The reasons for nominating him as candidate for a Member of the Board

Ever since Mr. Toshiyuki TSUJI joined the Company, he has been engaged in departments related to business administration and has successively performed his duties as Chief of Marketing & Sales Promotion Division since his appointment as Executive Officer in April 2022. He has broad experience and achievement at the Company, and considerable knowledge of overall management of the Taisei Group. At present, as Managing Executive Officer, Chief of Marketing & Sales Promotion Division, he is working on to develop and implement sales and marketing strategies. As Mr. Toshiyuki TSUJI can be expected to contribute to the sustainable development and further enhancement of the corporate value of Taisei Group, we newly nominate him as candidate for a Member of the Board.



9 Atsuko NISHIMURA

Re-election

External Member

Independent Executive

Birthday

May 5, 1953 (Age 70)

Attendance at the Board

13 out of 13 Meetings (100%)

Number of the Company's Shares Held by the Candidate

2,600

Term of Office as Member of the Board

6 years

Important Concurrent Position

Outside Director of INPEX CORPORATION

History and Post of the Candidate

- 1979.04:** Joined the Ministry of Foreign Affairs of Japan
- 1995.07:** Director, Non-Proliferation of Weapons-Related Resources, Foreign Policy Bureau
- 1997.06:** Director, First Africa Division, Middle Eastern and Africa Affairs Bureau
- 1999.08:** Minister/Counsellor of Permanent Mission of Japan to the United Nations
- 2001.06:** Minister of Embassy of Japan in Belgium
- 2004.09:** Professor of Tohoku University Graduate School of Law
- 2008.06:** Administrative Vice President of the Japan Foundation

- 2012.04:** Advisor of Japan Oil, Gas and Metal National Corporation
- 2014.04:** Ambassador Extraordinary and Plenipotentiary to Grand Duchy of Luxembourg
- 2016.07:** Ambassador Extraordinary and Plenipotentiary for Woman, Human Rights and Humanitarian Affairs
- 2017.06:** Outside Director of INPEX CORPORATION [Current Position]
- 2017.06:** Member of the Board of the Company [Current Position]

The reasons for nominating her as candidate for an External Member of the Board and expected roles

Ms. Atsuko NISHIMURA has successively held various important posts of the Ministry of Foreign Affairs of Japan, possesses wealthy international experience and profound knowledge obtained from her long years of experience as a diplomat, and is capable of providing supervision on the Company's management and making advice to the overall management from her objective and neutral standpoint. Therefore, we nominate her as candidate for an External Member of the Board again.

After the election, she is expected to contribute to the sustainable development and further enhancement of the corporate value of Taisei Group towards the realization of the Medium- to Long-Term Vision of the Taisei Group [TAISEI VISION 2030] by providing her comments and advice to the important matters such as strengthening of governance and compliance system, promotion of diversity, election and dismissal of executives, and implementation of international projects.



10 Norio OTSUKA

Re-election

External Member

Independent Executive

Birthday

July 5, 1950 (Age 72)

Attendance at the Board

13 out of 13 Meetings (100%)

Number of the Company's Shares Held by the Candidate

1,000

Term of Office as Member of the Board

4 years

Important Concurrent Position

Outside Director of Sojitz Corporation
Outside Director of WORLD TRADE CENTER BUILDING, INC.

History and Post of the Candidate

- 1973.04:** Joined NSK Ltd.
- 2000.04:** Executive Officer
- 2002.06:** Managing Executive Officer, Member of the Board
- 2004.06:** Senior Managing Executive Officer, Member of the Board
- 2007.06:** Executive Vice President, Representative Director
- 2009.06:** President and Chief Executive Officer, Representative Director
- 2015.06:** Chairman, Member of the Board
- 2017.03:** External Member of the Board of Showa Shell Sekiyu K.K.

- 2018.06:** Advisor of NSK Ltd.
- 2018.06:** Outside Director of Sojitz Corporation [Current Position]
- 2019.04:** Outside Director of Idemitsu Kosan Co., Ltd.
- 2019.06:** Member of the Board of the Company [Current Position]
- 2022.06:** Emeritus Advisor of NSK Ltd. [Current Position]
- 2023.05:** Outside Director of WORLD TRADE CENTER BUILDING, INC. [Current Position]

The reasons for nominating him as candidate for an External Member of the Board and expected roles

Mr. Norio OTSUKA has wealthy experience as a corporate executive and profound knowledge of international situation and finance field, and is capable of providing supervision on the Company's management and making advice to the overall management from his objective and neutral standpoint. Therefore, we nominate him as candidate for an External Member of the Board again.

After the election, he is expected to contribute to the sustainable development and further enhancement of Taisei Group towards the realization of the Medium-to Long-Term Vision of Taisei Group [TAISEI VISION 2030] by providing his comments and advice to the important matters such as strengthening of governance and compliance systems, election and dismissal of executives, and formulation of management strategy.



11 Fumiya KOKUBU

Re-election

External Member

Independent Executive

Birthday

October 6, 1952 (Age 70)

Number of the Company's Shares Held by the Candidate

1,000

Term of Office as Member of the Board

4 years

Attendance at the Board

13 out of 13 Meetings (100%)

Important Concurrent Position

Chairman of the Board of Marubeni Corporation
Outside Director of Honda Motor Co., Ltd.

History and Post of the Candidate

1975.04: Joined Marubeni Corporation

2005.04: Executive Officer

2008.04: Managing Executive Officer

2008.06: Managing Executive Officer, Representative Director

2010.04: Senior Managing Executive Officer

2012.04: Executive Vice President

2012.06: Executive Vice President, Representative Director

2013.04: President and Chief Executive Officer, Representative Director

2019.04: Chairman, Member of the Board [Current Position]

2019.06: Member of the Board of the Company [Current Position]

2020.06: Outside Director of Honda Motor Co., Ltd. [Current Position]

The reasons for nominating him as candidate for an External Member of the Board and expected roles

Mr. Fumiya KOKUBU has wealthy experience as a corporate executive and profound knowledge of international business and investment in business, and is capable of providing supervision on the Company's management and making advice to the overall management from his objective and neutral standpoint. Therefore, we nominate him as candidate for an External Member of the Board again.

After the election, he is expected to contribute to the sustainable development and further enhancement of corporate value of Taisei Group towards the realization of the Medium- to Long-Term Vision of Taisei Group [TAISEI VISION 2030] by providing his comments and advice to the important matters such as strengthening of governance and compliance systems, election and dismissal of executives, and formulation of management strategy.



12 Tsutomu KAMIJO

New Candidate

External Member

Independent Executive

Birthday

January 6, 1954 (Age 69)

Attendance at the Board

—

Number of the Company's Shares Held by the Candidate

0

Term of Office as Member of the Board

—

Important Concurrent Position

External Member of the Board of Imperial Hotel, Ltd.
External Member of the Board of Tohoku Electric Power Co., Inc.
External Member of the Board of Okamura Corporation

History and Post of the Candidate

1976.04: Joined Sapporo Breweries Limited (Present: Sapporo Holdings Limited)

2003.09: Member of the Board; Managing Executive Officer of Sapporo Breweries Beverage Ltd. (Present: POKKA SAPPORO FOOD & BEVERAGE LTD.)

2007.03: Member of the Board: Sapporo Holdings Limited

2009.03: Member of the Board; Managing Executive Officer of Sapporo Holdings Limited

2011.03: President and Chief Executive Officer of Sapporo Holdings Limited; Group CEO; and President and Chief Executive Officer of Sapporo Breweries Beverage Ltd. (Present: POKKA SAPPORO FOOD & BEVERAGE LTD.)

2017.01: Chairman of the Board, Representative Director of Sapporo Holdings Limited.

2017.06: External Member of the Board of Mitsubishi Tanabe Pharma Corporation

2017.06: External Member of the Board of Imperial Hotel, Ltd. [Current Position]

2018.06: External Member of the Board of Tohoku Electric Power Co., Inc. [Current Position]

2019.03: Chairman of the Board, Member of the Board of Sapporo Holdings Limited.

2020.03: Emeritus Counsellor of Sapporo Holdings Limited. [Current Position]

2021.06: External Member of the Board of Okamura Corporation [Current Position]

The reasons for nominating him as candidate for an External Member of the Board and expected roles

Mr. Tsutomu KAMIJO has wealthy experience and profound knowledge as a corporate executive, and is capable of providing supervision on the Company's management and making advice to overall management from his objective and neutral standpoint. Therefore, we newly nominate him as candidate for an External Member of the Board.

After the election, he is expected to contribute to the sustainable development and further enhancement of corporate value of Taisei Group towards the realization of the Medium- to Long- Term Vision of Taisei Group [TAISEI VISION 2030] by providing his comments and advice to the important matters such as strengthening of governance and compliance systems, election and dismissal of executives, and formulation of management strategy.

Notes:

- The age of each candidate is as of this General Meeting of Shareholders.
- There is no conflict of special interest between each candidate and the Company.
- Ms. Atsuko NISHIMURA, Messrs. Norio OTSUKA, Fumiya KOKUBU, and Tsutomu KAMIJO are candidates for External Member of the Board.
- In order for Members of the Board to fulfill their expected roles, the Articles of Incorporation provides that the Company may enter into contracts with Members of the Board (other than an executive Member of the Board <gyoumushikkou torishimari yaku>) to limit their liability for damages to the Company within a certain range. According to this provision, the Company has entered into the contract for limiting their liability with Ms. Atsuko NISHIMURA, Messrs. Norio OTSUKA and Fumiya KOKUBU who are candidates of External Member of the Board.
In addition, when Mr. Tsutomu KAMIJO who is a candidate of External Member of the Board is elected as Member of the Board, the Company is to enter into the contract for limiting his liability with him.
The details of the contract are as follows.
 - With regard to the liability specified in Paragraph 1 of Article 423 of the Companies Act, each External Member of the Board shall be held liable for damages up to the higher of an amount of ¥10 million or the total amount specified in items 1 and 2 of Paragraph 1 of Article 425 of the Companies Act, provided that External Member of the Board has performed his or her duty in good faith and without gross negligence.
- The Company executes an indemnity agreement with each of its Members of the Board as stipulated in paragraph 1 of Article 430-2 of the Companies Act to compensate him/her for expenses as stipulated in item 1 of the same paragraph and losses as stipulated in item 2 of the same paragraph respectively within the range stipulated in the relevant laws and ordinances.
If the candidates are elected as Members of the Board in the proposed item, the Company plans to continue such agreements with them.
- The Company has entered into a directors and officers liability insurance agreement with an insurance firm in which each Member of the Board is to be covered as the insured. If the candidates for Member of the Board are elected as Members of the Board, all of them will be covered by this director and officers liability insurance. The insurance agreement will be renewed in August 2023.
The details of the insurance agreement are outlined below.
 - Premiums to substantially be incurred by each insured
 - All insurance premiums are to be incurred by the Company, and each insured is not to substantially incur any premium.
 - Outline of incidents to be covered by the insurance, etc.
 - Damage is to be covered by the insurance that each insured is liable for when performing his or her duty or that is caused when such liability is questioned and claims are made (excluding cases falling under any of the reasons for exemption for liability as exclusions, such as the case that the insured intentionally performed the act recognizing the violation of the laws and regulations, as stipulated in the insurance agreement).
- Ms. Atsuko NISHIMURA, Messrs. Norio OTSUKA, Fumiya KOKUBU, and Tsutomu KAMIJO meet the Criteria of Independency established by the Company (refer to page 17 hereof). In addition, the above four executives are reported as Independent Executives because they satisfy the criteria of independency established by the Tokyo Stock Exchange.
- Regarding our failure to satisfy steel erection accuracy requirements at the ongoing project "(tentative name) Sapporo 1 Kita 5 Nishi Project" undertaken by our Sapporo Branch which was occurred during office of External Members of the Board: Ms. Atsuko NISHIMURA, Messrs. Norio OTSUKA, and Fumiya KOKUBU, each of them regularly advised the Company to be cautious about a variety of the matters from viewpoint of compliance and corporate governance. After occurrence of the event, each of them performed each duty adequately such as offering the advice in order to prevent the Company from repeating such event and delivering each opinion about the necessity to enhance internal governance system.

Items No.3 Election of Two (2) Audit & Supervisory Board Members

The term of current Audit & Supervisory Board Members, Messrs. Takashi HAYASHI and Akihiko NOMA expires at the closing of this General Meeting of Shareholders.

Therefore, an election of two (2) Audit & Supervisory Board Members is proposed.

The Audit & Supervisory Board has given prior consent to this item.

The Candidates of Audit & Supervisory Board Members are as follows:

No.	Name of the Candidate	Position and Title		Attendance at the Board	Attendance at the Audit & Supervisory Board
1	Takashi HAYASHI	Audit & Supervisory Board Member (Full-time)	Re-election	13 out of 13 Meetings (100%)	15 out of 15 Meetings (100%)
2	Shuichi OKUDA	Chief of Sustainability Management Promotion Division	New Candidate	—	—



1 Takashi HAYASHI

Re-election

Birthday

February 14, 1951 (Age 72)

Number of the Company's Shares Held by the Candidate

4,900

Term of Office as Audit & Supervisory Board Member

4 years

Attendance at the Board

13 out of 13 Meetings (100%)

Attendance at the Audit & Supervisory Board

15 out of 15 Meetings (100%)

History and Post of the Candidate

1974.04: Joined the Company

2006.04: Executive Officer

2008.10: President and Chief Executive Officer, Representative Director of Taisei Housing Corporation

2009.04: Managing Executive Officer of the Company

2012.04: President and Chief Executive Officer, Representative Director of Taisei-Yuraku Real Estate Co., Ltd.

2017.04: Member of the Board of Taisei-Yuraku Real Estate Co., Ltd.

2017.06: Counsellor of Taisei-Yuraku Real Estate Co., Ltd.

2019.06: Audit & Supervisory Board Member of the Company (Full-time) [Current Position]

The reasons for nominating him as candidate for an Audit & Supervisory Board Member

Ever since Mr. Takashi HAYASHI joined the Company, he has been engaged in departments related to business administration such as accounting and finance, and successively held various posts such as Executive Officer of the Company, and President and Chief Executive Officer of several subsidiaries of the Company. He has distinguished expert knowledge in accounting and financial fields and broad experience as the top management. In addition, he has taken office as Audit & Supervisory Board Member (Full-time) since June 2019, he has adequately performed audit towards fulfilment of the duties of Members of the Board by expressing his opinions suitably at the meetings of the Board and Audit & Supervisory Board, and by requesting explanation as necessary. Reviewing his past performance, we consider Mr. Takashi HAYASHI is a suitable person to take charge of enhancing audit function as Audit & Supervisory Board Member, therefore, we nominate him as candidate for an Audit & Supervisory Board Member again.



2 Shuichi OKUDA

New Candidate

Birthday	Number of the Company's Shares Held by the Candidate	Term of Office as Audit & Supervisory Board Member
February 1, 1962 (Age 61)	200	—
Attendance at the Board	Attendance at the Audit & Supervisory Board	
—	—	

History and Post of the Candidate

1985.04: Joined the Company	2020.04: Chief of Environment Division
2015.04: General Manager of Accounting Department, Business Administration Division	2022.04: Chief of Sustainability Management Promotion Division [Current Position]

The reasons for nominating him as candidate for an Audit & Supervisory Board Member

Ever since Mr. Shuichi OKUDA joined the Company, he has been engaged in departments related to business administration, and successively held various posts such as General Manager of Accounting Department, and Chief of Sustainability Management Promotion Division. He has distinguished expert knowledge in the fields of accounting, finance and sustainable development, broad experience and achievement at the Company, and considerable knowledge of sustainable management of the Taisei Group. Reviewing his past performance, we consider Mr. Shuichi OKUDA is a suitable person to take charge of enhancing audit function as Audit & Supervisory Board Member, therefore, we newly nominate him as candidate for an Audit & Supervisory Board Member.

Notes:

- The age of each candidate shown is as of the date of this General Meeting of Shareholders.
- There is no conflict of interests between the Company and the candidates.
- In order for Audit & Supervisory Board Members to fulfill their expected roles, the Articles of Incorporation provides that the Company may enter into contracts with Audit & Supervisory Board Members to limit their maximum liability for damages to the Company within a certain range. According to this provision, the Company has entered into the contract with Mr. Takashi HAYASHI, and the Company will enter into the contract with Mr. Shuichi OKUDA when he is elected to limit their liability. The details of the contract are as follows.
With regard to the liability specified in Paragraph 1 of Article 423 of the Companies Act, Audit & Supervisory Board Member shall be held liable for damages up to the higher of an amount of ¥10 million or the total amount specified in Items 1 and 2 of Article 425 of the Companies Act, provided that the Audit & Supervisory Board Member has performed his duties in good faith and without gross negligence.
- The Company executes an indemnity agreement with each of its Audit & Supervisory Board Members as stipulated in paragraph 1 of Article 430-2 of the Companies Act to compensate him for expenses as stipulated in item 1 of the same paragraph and losses as stipulated in item 2 of the same paragraph respectively within the range stipulated in the relevant laws and ordinances.
If the candidates are elected as Audit & Supervisory Board Members in the proposed item, the Company plans to continue such agreement with a re-elected Audit & Supervisory Board Member and will enter into such agreement with a newly elected Audit & Supervisory Board Member.
- The Company has entered into a directors and officers liability insurance agreement with an insurance firm in which each Audit & Supervisory Board Member is to be covered as the insured. If the candidates for Audit & Supervisory Board Members are elected as Audit & Supervisory Board Member, all of them will be covered by this director and officers liability insurance. The insurance agreement will be renewed in August 2023. The details of the insurance agreement are outlined below.
 - Premiums to substantially be incurred by each insured
 - All insurance premiums are to be incurred by the Company, and each insured is not to substantially incur any premium.
 - Outline of incidents to be covered by the insurance, etc.
 - Damage is to be covered by the insurance that each insured is liable for when performing his or her duty or that is caused when such liability is questioned and claims are made (excluding cases falling under any of the reasons for exemption for liability as exclusions, such as the case that the insured intentionally performed the act recognizing the violation of the laws and regulations, as stipulated in the insurance agreement).

Criteria of Independency

Any External Members of the Board or External Audit & Supervisory Board Members who do not fall within any of the followings shall be deemed independent by the Board:

1. A person who is an executive director, a corporate officer, an executive officer, a manager or other employee (hereinafter an "Executive Officer/Employee") of a main business partner (refer to Note 1 below);
2. A person who is an Executive Officer/Employee of one of our main financing banks;
3. A person who receives from the Company more than 10 million yen annually on an average basis for the last three fiscal years in consideration for services as a consultant, accountant, tax lawyer or lawyer (excluding remuneration as a Member of the Board or Executive Officer of the Company), or where the recipient of such remuneration is a legal entity or other organization, a person who belongs to such legal entity or organization;
4. A person who is a board member or other Executive Officer/Employee of a legal entity or other organization to which the Company donated more than the "Certain Amount" defined in note 2 below;
5. A person who fell within any of item 1 through 4 above during the last one (1) year period; and,
6. A person who is the spouse or relatives within the second degree of kinship of any of the following persons:
 - (1) A person who falls within the items 1 through 5 above;
 - (2) A person who is an Executive Officer/Employee of the Company's subsidiary;
 - (3) A person who is a Member of the Board who is not an Executive Officer/Employee of the Company's subsidiary (applicable only when determining the independence of an External Audit & Supervisory Board Member); and
 - (4) A person who fell within sub-items (2) or (3) above or who is an Executive Officer/Employee of the Company during the last one (1) year period (when determining the independency of an External Audit & Supervisory Board Member, including a Member of the Board who is not an Executive Officer/Employee).

Note 1: A main business partner is (1) a person/legal entity for which the Company is the main business partner (a business partner for which the average annual amount paid by the Company to such entity in compensation for its work in the immediately preceding three fiscal years is over 2% of the entity's consolidated net sales for the most recent fiscal year) and (2) the main business partner of the Company (a business partner for which the average annual amount received by the Company from such entity in compensation for its work in the immediately preceding three fiscal years is over 2 % of the Company's consolidated net sales for the most recent fiscal year).

Note 2: "Certain Amount" means donations with an annual average amount over the immediately preceding three fiscal years that exceeds (1) 10 million yen and (2) 2 % of the annual income for the most recent fiscal year of the party who received the donation by the Company.

Policy for nominating candidates for Members of the Board and Audit & Supervisory Board Members at the Company

Candidates for Members of the Board and Audit & Supervisory Board Members shall be nominated taking account of each candidate's qualification including career, performance, character, knowledge, experience, ability and overall balance, as well as diversity, including gender, international-mindedness, work experience, and age from the viewpoint of selecting persons who will contribute to achieving the Company's sustainable development and enhancement of corporate value in medium- to long-term.

In addition to these criteria, when nominating candidates for Members of the Board, the skills and other attributes that the Board should have, shall be identified in order to realize the medium- to long-term vision of the Company and attain medium-term business plans, and when nominating candidates for Audit & Supervisory Board Members, those who have the necessary knowledge of finance, accounting and legal affairs shall be selected.

[Reference] Skill matrix for the Members of the Board and Audit & Supervisory Board Members after this General Meeting of Shareholders

- Skills Required for Members of the Board and Audit & Supervisory Board Members to realize the vision of Taisei Group in ten years

	Members of the Board												Audit & Supervisory Board Members					
	Shigeyoshi TANAKA	Yoshiro AIKAWA	Hiroshi TSUCHIYA	Masahiko OKADA	Hiroshi KIMURA	Mayuki YAMAMURA	Yuichiro YOSHINO	Toshiyuki TSUJI	External Member				External Member					
									Atsuko NISHIMURA	Norio OTSUKA	Fumiya KOKUBU	Tsutomu KAMUO	Takashi HAYASHI	Shuichi OKUDA	Yasuhiro SATO	Seishi TASHIRO	Keiko OHARA	Masamitsu MIURA
Specialization and Experience Required for Members of the Board and Audit & Supervisory Board Members	Business Management																	
	Legal Affairs and Risk Management																	
	Finance and Accounting																	
	Global Experience																	
	Sustainability																	
	Sales/Marketing																	
	Technologies																	

*Note: The above matrix indicates skills particularly expected for Members of the Board and Audit & Supervisory Board Members and does not list all skills that Members of the Board and Audit & Supervisory Board Members currently have.

• Concepts behind the above “Specialization and Experience”

Skills for management in General	Business Management	Persons who have served as president or chairman at the Company or other companies or those who have considerable knowledge of the Company’s or other companies’ business and have the necessary knowledge and experience to formulate management strategy
	Legal Affairs and Risk Management	Persons who have worked for a division in charge of risk management at the Company or other companies and are considered to have knowledge of and experience in legal affairs and risk management, or otherwise those who are licensed as a lawyer, or those who have worked for administrative agencies and possess profound knowledge of laws
	Finance and Accounting	Persons who have worked for a finance and accounting division at the Company, other companies, or administrative agencies, etc. and are considered to possess knowledge of and experience in finance and accounting, those who have profound knowledge as the manager of a financial institution, or those who are licensed as a certified public accountant or licensed tax accountant
	Global Experience	Persons who have experience in international business at the Company or other companies and are considered to possess knowledge of and experience in global management, or those who have worked for administrative agencies and possess extensive knowledge of the international situation
	Sustainability	Persons who are considered to have specialized knowledge of and experience in renewable energy, the environment, human resource development, diversity, social contribution, corporate governance, etc.
Skills for the Company’s business	Sales/Marketing	Persons who are considered to have knowledge of and experience in marketing and sales for the Company’s business
	Technologies	Persons who have worked for technology-related divisions at the Company and possess knowledge of and experience in technology related to the Company’s business

Regarding Cross-Shareholdings

(1) Our Policy on Cross-Shareholdings

We maintain cross-shareholdings to establish and strengthen long-term, stable relationships of mutual cooperation with important business partners and improve our competitiveness and profitability.

We have a policy to timely and appropriately sell cross-holding shares which, as the result of verification by the Board, are considered not to be consistent with our policy on cross-shareholdings because it is not economically reasonable and promising in the medium to long run to maintain them.

From now on, in order to clarify the selling targets based on the policy, we intend to decrease the amount of cross-shareholdings in a step-by-step manner so that the amount will be less than 30% of our consolidated net assets by the end of the fiscal year 2026, and less than 20% of our consolidated net assets by the end of the fiscal year 2030, as minimum targets.

(2) Verification by the Board of the Economic Reasonableness of Cross-Shareholdings

The Board compares the acquisition prices with the business returns from all listed shares and from unlisted shares which the Board decides to verify continuously, while using capital costs as a yardstick. In June of each year, the Board decides on a case-by-case basis whether we should continue to hold the cross-shareholdings. In addition to quantitative verifications, the Board uses qualitative information such as orders of construction to be expected in the future for its decision.

As a result, in the fiscal year 2022, we sold 11 listed shares worth ¥3.6 billion and 9 unlisted shares worth ¥0.1 billion (including the cases where the Company sold part of the whole shares). The number of individual stocks and recorded amount of balance sheet at the end of the fiscal year 2022 are as follows.

	Number of individual stocks	Recorded amount of balance sheet
Listed shares	113 stocks (-10 stocks)	280.8 billion yen (-2.6 billion yen)
Unlisted shares	135 stocks (-7 stocks)	11.1 billion yen (+0.9 billion yen)
Shares which deem to be possessed by the Company	4 stocks (No change)	67.8 billion yen (-14.5 billion yen)

Note: The figures in the parenthesis indicate the variance in number/amount from the previous fiscal year.

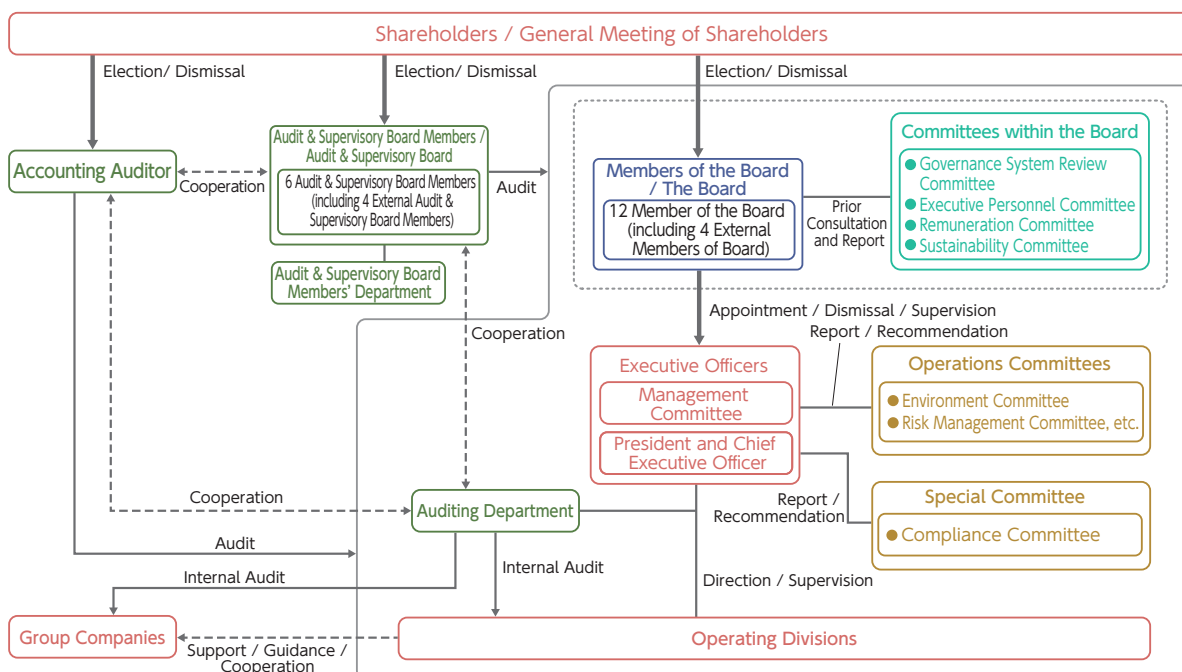
(3) Standards for Exercise of Voting Rights

Voting rights of cross-shareholdings will be exercised appropriately from the viewpoint of whether they contribute to enhancement of our corporate value.

Corporate Governance System

The Company's fundamental approach to corporate governance is to conduct the management and decision-making of the business in a swift, appropriate, fair and transparent manner in order to continue to develop as a corporation in a sustainable and socially responsible manner.

Corporate Governance Structure



For the purpose of activating the meetings of the Board, the Company has established, as the committees within the Board, 1) the Governance System Review Committee; 2) the Executive Personnel Committee; 3) the Remuneration Committee; and 4) the Sustainability Committee. Each committee shall, in order to enhance independency and objectivity of the Board's function as well as accountability of the Board, be comprised mainly of the Independent External Member of the Board and the Independent Audit & Supervisory Board Members. The Board shall obtain adequate involvement and advice from the Executive Personnel Committee and the Remuneration Committee regarding the matters including diversity such as gender and the viewpoint of skills when the Board deliberates on important matters such as nomination of top management executives and Members of the Board including a succession plan, and their remuneration.

Committees within the Board

Name	Authority	Member	Observer	Explanatory note
Governance System Review Committee	Consideration of the development and operation of governance systems	Chairperson		Member of the Board (External Member)
Executive Personnel Committee	Consideration of personnel affairs for Members of the Board and Executive Officer, etc.	Chairperson		Audit & Supervisory Board Member (External Member)
Remuneration Committee	Consideration of remuneration for Members of the Board and Executive Officers	Chairperson		Member of the Board (Internal Member)
Sustainability Committee	Consideration of strengthening the sustainability management of the entire Group, including the Company	Chairperson		Audit & Supervisory Board Member (Full-time)

Note: The number of the members described in the flowchart and table above indicates the number of Members of the Board after this General Meeting of Shareholders if Items No.2 and No.3 are resolved.

Information Guide to Live Streaming of the GMS and Questions in Advance

(For shareholders who use Japanese language only)

On the day of the GMS, there will be **live streaming of the GMS** so that you can watch the proceedings of the GMS at home through the Internet.

In addition, we intend to receive questions about the matters related to the purpose of the GMS from our shareholders in advance.

The live streaming and the questions in advance will be available on the designated website for our shareholders.





[Time and date of live streaming]:

From 10:00 A.M. to the end of the GMS on June 27, 2023, Tuesday (JST)*

*Note: The live streaming will start around 9:30 A.M., 30 minutes before commencement of the GMS.




[The way to access]:

Please directly input the following website address using the device connecting the Internet such as PC, tablet and smartphone, or access to the following website by reading the following QR code. After accessing the website, please enter into Log-in ID and Log-in Password as set forth below and click the "Log-in" button.

 The website address for live streaming: https://web.sharely.app/login/taisei163 (Japanese language only)	
 Log-in ID: Shareholders Number (9-digit) provided in the voting form	
 Log-in Password: Postal Code (Japan) provided in the voting form (7-digit, Hyphen is not necessary.)	

[Questions in advance for the GMS]

Please access to the following website for questions in advance, and enter into your questions, if any. The Log-in ID and the Log-in Password are the same as those for accessing the website for live streaming. The deadline for questions in advance for the GMS is as follows.

 The website address for questions in advance: https://web.sharely.app/e/taisei163/pre_question (Japanese language only)	
 Deadline for questions in advance for the GMS: No later than 5:30 P.M. on June 20, 2023, Tuesday (JST)	

[Note]

- **Watching the live streaming of the GMS does not deem as the attendance at the GMS, therefore, shareholders watching the live streaming cannot exercise the voting rights nor raise questions through the live streaming.** Please exercise your voting rights and submit questions in advance through the Internet or by post.
- We strictly prohibit shareholders from providing any third party with the Log-in ID and Password.
- The cost of telecommunication for the live streaming shall be borne by each shareholder to watch the live streaming.
- In the event that the live streaming cannot be distributed due to unavoidable reasons, we will notify thereof on the Company's website.
- Out of questions in advance we receive, we will reply to the questions relating to the matters in which shareholders seem to have a keen interest at the GMS. However, it does not mean that we promise to reply to all the questions from shareholders.
- Regarding other notes in relation to the live streaming of the GMS and the questions in advance, please refer to the website mentioned above.

[Contact (Japanese language only)]

TEL: 03-6416-5286 (Weekday only from 10:00 A.M. to 5:00 P.M. (JST)

(On the day of the GMS from 9:00 A.M. to the end of the GMS)

The website address for help page: <https://sharely.zendesk.com/hc/ja/>

