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(Securities code: 6345)

May 29, 2024

(Date of commencement of electronic provision measures: May 22, 2024)

To Shareholders with Voting Rights:

Toshiya Yamagishi
President and Director
AICHI CORPORATION
1152-10 Ryoke, Ageo-shi, Saitama,
Japan

**NOTICE OF
THE 76TH ORDINARY GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

Please be informed that the 76th Ordinary General Meeting of Shareholders of the Company will be held for the purposes as described below.

When convening this Ordinary General Meeting of Shareholders, the Company has taken measures for providing information in electronic format (the “electronic provision measures”) and has posted matters subject to the electronic provision measures on the following Company’s website.

The Company’s website: <https://www.aichi-corp.co.jp/en/ir>

In addition to the website shown above, the Company also has posted the matters subject to electronic provision measures on the website of Tokyo Stock Exchange (TSE). To view the information, please access the following TSE website (Listed Company Search), input the issue name (AICHI CORPORATION) or securities code (6345), and click “Search,” and then click “Basic information” and select “Documents for public inspection/PR information.”

The TSE website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

If you are unable to attend this meeting, you may exercise your voting rights in advance in writing, via the Internet, or other means. Please review the Reference Documents for the General Meeting of Shareholders, and exercise your voting rights by 5:30 p.m. on Thursday, June 13, 2024, Japan time.

- 1. Date and Time:** Friday, June 14, 2024 at 10:00 a.m., Japan time
- 2. Place:** Niiharu Factory AICHI TECHNOPLAZA
881-6 Sukawa, Minakami-machi, Tone-gun, Gumma, Japan (In order to show our shareholders our new products and their production sites, which are the pillars of our growth strategy, the venue has changed from the last year. Please see the brief map attached at the end of this Notice when visiting the venue.)

3. Meeting Agenda:

- Matters to be reported:**
1. The Business Report and Consolidated Financial Statements for the 76th Fiscal Year (April 1, 2023–March 31, 2024) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the 76th Fiscal Year (April 1, 2023–March 31, 2024)

Proposals to be resolved:

Proposal No. 1: Partial Amendments to the Articles of Incorporation

Proposal No. 2: Election of 2 Directors (excluding Directors serving as Audit and Supervisory Committee Members)

Proposal No. 3: Election of 5 Directors serving as Audit and Supervisory Committee Members

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- For those attending, please present the enclosed ballot form at the reception desk on arrival at the meeting.
 - In accordance with the provisions of laws and regulations as well as of the Articles of Incorporation of the Company, the following matters are not included in the document sent to shareholders who have requested the delivery of the document. Therefore, this document is part of the documents audited by the Audit and Supervisory Committee and the Accounting Auditor in preparing their Audit Reports.
 - “Consolidated Statement of Changes in Net Assets” and “Notes to the Consolidated Financial Statements” included in “Consolidated Financial Statements”
 - “Non-consolidated Statement of Changes in Net Assets” and “Notes to the Non-consolidated Financial Statements” included in “Non-consolidated Financial Statements”
 - If any revisions are made to the matters subject to electronic provision measures, the revised contents will be posted on the respective websites where the matters are posted.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal No. 1: Partial Amendments to the Articles of Incorporation

1. Purpose of the amendments

- (1) In order to enhance the function of Directors which are responsible for management supervision, etc., the Company proposes to abolish Directors with the title (Senior Managing Directors and Managing Directors) in line with separating the business execution function.
- (2) In order to ensure flexibility in the operation of the Board of Directors, the Company proposes to allow other Directors to chair the Board of Directors, which is currently limited to be chaired by President and Director.

2. Description of the amendments

Description of the amendments is as follows.

(Amended parts are underlined.)

Current Articles of Incorporation	Proposed amendments
<p style="text-align: center;">Chapter IV. Directors and Board of Directors</p> <p>Articles 18. to 22. (Text omitted)</p> <p>(Representative Director and Directors with Titles)</p> <p>(Directors with Titles)</p> <p>Article 23. The Company may, by resolution of the Board of Directors, establish one (1) Chairperson and Director, President and Director, and Vice President and Director respectively, <u>and few Senior Managing Directors and Managing Directors respectively</u>, among Directors (excluding Directors serving as Audit and Supervisory Committee Members).</p> <p>(Convener and Chairperson of the Board of Directors)</p> <p>Article 24. The Board of Directors shall be, except as otherwise provided by laws and regulations, convened and chaired by <u>the President and Director</u>.</p> <ol style="list-style-type: none"> 2. In the event of <u>a vacancy or an accident to the President and Director</u>, another Director shall convene and chair the Board of Directors in accordance with the order determined in advance by the Board of Directors. 3. The Board of Directors shall be convened by sending notifications to each Director at least three (3) days prior to the meeting date; provided, however, that in the case of an emergency, this period may be further shortened. 4. With the unanimous consent of Directors, the Board of Directors may be held without taking the convocation procedure. <p style="text-align: center;"><Hereinafter omitted></p>	<p style="text-align: center;">Chapter IV. Directors and Board of Directors</p> <p>Articles 18. to 22. (Unchanged)</p> <p>(Representative Director and Directors with Titles)</p> <p>(Directors with Titles)</p> <p>Article 23. The Company may, by resolution of the Board of Directors, establish one (1) Chairperson and Director, President and Director, and Vice President and Director respectively, among Directors (excluding Directors serving as Audit and Supervisory Committee Members).</p> <p>(Convener and Chairperson of the Board of Directors)</p> <p>Article 24. The Board of Directors shall be, except as otherwise provided by laws and regulations, convened and chaired by <u>a Director determined the Board of Directors</u>.</p> <ol style="list-style-type: none"> 2. In the event of an accident to <u>the Director in the preceding paragraph</u>, another Director shall convene and chair the Board of Directors in accordance with the order determined in advance by the Board of Directors. 3. The Board of Directors shall be convened by sending notifications to each Director at least three (3) days prior to the meeting date; provided, however, that in the case of an emergency, this period may be further shortened. 4. With the unanimous consent of Directors, the Board of Directors may be held without taking the convocation procedure. <p style="text-align: center;"><Hereinafter omitted></p>

Proposal No. 2: Election of 2 Directors (excluding Directors serving as Audit and Supervisory Committee Members)

The terms of office of all 4 incumbent Directors (excluding Directors serving as Audit and Supervisory Committee Members) will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of 2 Directors (excluding Directors serving as Audit and Supervisory Committee Members).

This proposal has been determined after exchanges of opinions and confirmation of the contents by the Nomination and Compensation Advisory Committee, and the Audit and Supervisory Committee has judged that all candidates in this proposal are suitable for Directors of the Company, based on the status of duty execution and performance of each candidate in the fiscal year under review, as well as each candidate's career experience.

The candidates for Director (excluding Directors serving as Audit and Supervisory Committee Members) are as follows.

No.	Name	Positions and responsibilities at the Company (important concurrent positions)	Number of years served as Director (at the conclusion of this Meeting)	Attendance at the Board of Directors meetings
1	Toshiya Yamagishi (Reappointment)	President and Representative Director	5 years	13/13 meetings held (100%)
2	Shunichi Nakazawa (New appointment)	Managing Officer General Manager of Technology Development Headquarters, in charge of Procurement Department	-	-

- Notes:
1. No material conflicts of interests exist between the Company and any of the above candidates.
 2. Mr. Toshiya Yamagishi have been business executors of Toyota Industries Corporation, which has a special relationship with the Company (parent company) during the last ten years. Their positions and responsibilities at Toyota Industries Corporation during the last ten years are indicated in "Career summary, positions, responsibilities and important concurrent positions."
 3. The Company has concluded a directors and officers liability insurance contract with an insurance company, as prescribed in Article 430-3, Paragraph 1 of the Companies Act, which insures its Directors, etc., to cover damages that may arise when an insured person becomes liable in connection with the execution of his/her duties or receives claims related to the pursuit of such liability. If each candidate assumes the position of Director, he or she will be the insured person under the insurance contract, and the Company will renew the insurance contract with the same content during their terms of office.

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions		Number of Company shares held
1	Toshiya Yamagishi (September 14, 1959) [Reappointment] Attendance at the Board of Directors meetings: 13/13 meetings held (100%) Number of years served as Director (at the conclusion of this Meeting): 5 years	April 1982	Joined Toyoda Automatic Loom Works, Ltd. (present Toyota Industries Corporation)	53,882 shares
		June 2008	Executive Officer, Toyota Industries Corporation	
		June 2011	President, Toyota Industries North America, Inc. President, Toyota Industrial Equipment Manufacturing, Inc.	
		June 2012	Chairman, Toyota Material Handling North America, Inc.	
		June 2016	Managing Officer, Toyota Industries Corporation	
		June 2019	Senior Managing Director and Representative Director of the Company, Head of the Planning and Administration Division and Head of the Sales Division	
		June 2020	President and Representative Director of the Company (to the present)	
			[Important concurrent positions] None	
Reason for nomination as a candidate for Director He has had many years of experience in the management of Toyota Industries Corporation and its consolidated subsidiaries. In addition, as Representative Director, he has led management of the Company and contributed to enhancing corporate value. We re-nominate him as a candidate for Director because we believe that he can perform his duties as Director appropriately with his abundant experience and high level of insight regarding all aspects of corporate management, in addition to his excellent character and insight.				
2	Shunichi Nakazawa (February 22, 1967) [New appointment] Attendance at the Board of Directors meetings: - Number of years served as Director (at the conclusion of this Meeting): -	April 1990	Joined the Company	7,937 shares
		September 2011	Section Manager, Research & Development Section, Research & Development Department of the Company	
		April 2015	General Manager, Research & Development Department of the Company	
		May 2017	General Manager, Research & Development Department and General Manager, Product Development Department of the Company	
		June 2020	Commissioner of the Company	
		June 2021	Managing Officer of the Company, in charge of Technology and Development Division and Information Systems Division	
		June 2023	Managing Officer of the Company, General Manager, Technology Development Headquarters and in charge of Procurement Department (to the present)	
			[Important concurrent positions] None	
Reason for nomination as a candidate for Director As Managing Officer, he has led management of the Company and contributed to enhancing corporate value. We nominate him as a candidate for Director due to his in-depth knowledge, acquired through many years of experience in the development division at the Company, and extensive experience in the Company's management, in addition to his excellent character and insight.				

Proposal No. 3: Election of 5 Directors serving as Audit and Supervisory Committee Members

The terms of office of all 4 incumbent Directors serving as Audit and Supervisory Committee Members will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of 5 Directors serving as Audit and Supervisory Committee Members.

The Audit and Supervisory Committee has already approved this proposal.

The candidates for Director serving as Audit and Supervisory Committee Member are as follows.

No.	Name	Positions and responsibilities at the Company (important concurrent positions)	Number of years served as Director (at the conclusion of this Meeting)	Attendance at the Board of Directors meetings	Attendance at the Audit and Supervisory Committee meetings
1	Shigehiro Takatsuki (Reappointment) (Outside) (Independent) (Part-time)	Outside Director, Audit and Supervisory Committee Member	6 years	12/13 meetings held (92%)	11/12 meetings held (91%)
2	Kiyoshi Tojo (Reappointment) (Outside) (Independent) (Part-time)	Outside Director, Audit and Supervisory Committee Member	5 years	12/13 meetings held (92%)	11/12 meetings held (91%)
3	Takuto Kawanishi (Reappointment) (Outside) (Independent) (Part-time)	Outside Director, Audit and Supervisory Committee Member (Partner of Nozomi Sogo Attorneys at Law, Outside Director of Scala, Inc.)	4 years	12/13 meetings held (92%)	11/12 meetings held (91%)
4	Soji Sakai (New appointment) (Outside) (Independent) (Part-time)	- Corporate Advisor, Marubeni Corporation)	-	-	-
5	Taeko Kojima (New appointment) (Part-time)	- (Executive Officer, Toyota Industries Corporation)	-	-	-

- Notes:
1. No material conflicts of interests exist between the Company and any of the above candidates.
 2. The Company has designated Mr. Shigehiro Takatsuki, Mr. Kiyoshi Tojo, and Mr. Takuto Kawanishi as independent officers stipulated by the regulations of Tokyo Stock Exchange, Inc. and Nagoya Stock Exchange, Inc., and has registered them as independent officers at the exchanges. If they are elected, the Company will continue to register them as independent officers. In addition, if Mr. Soji Sakai is elected, the Company will newly register him as an independent officer.
 3. The Company has concluded the Liability Limitation Agreement with Mr. Shigehiro Takatsuki, Mr. Kiyoshi Tojo, and Mr. Takuto Kawanishi as stipulated in Article 423, Paragraph 1 of the Companies Act and the liability limit shall be the amount stipulated in Article 425, Paragraph 1 of the Act. If they are reelected, the Company will continue the agreement with them. In addition, if Mr. Soji Sakai and Ms. Taeko Kojima are elected, the Company will conclude the similar agreement with them.
 4. The Company has concluded a directors and officers liability insurance contract with an insurance company, as prescribed in Article 430-3, Paragraph 1 of the Companies Act. The outline of the details of such insurance contract is as stated in “2. Current status of the Company, (4) Status of officers, 7) Matters on directors and officers liability insurance” of the Business Report. If the candidates are elected, they will be included as the insured under such insurance contract. The Company will renew such insurance contract in the similar content in July 2024.
 5. Ms. Taeko Kojima had been a business executor of Toyota Industries Corporation, which has a special relationship with the Company (parent company) during the last ten years. Her positions and responsibilities at Toyota Industries Corporation during the last ten years are indicated in “Career summary, positions, responsibilities and important concurrent positions.”

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions		Number of Company shares held
1	<p>Shigehiro Takatsuki (January 11, 1950)</p> <p>[Reappointment] [Outside] [Independent] [Part-time]</p> <p>Attendance at the Board of Directors meetings: 12/13 meetings held (92%)</p> <p>Attendance at the Audit and Supervisory Committee meetings: 11/12 meetings held (91%)</p> <p>Number of years served as Director (at the conclusion of this Meeting): 6 years</p>	<p>July 2001 July 2007</p> <p>June 2014 June 2018</p> <p>[Important concurrent positions] None</p>	<p>Joined Chuo Aoyama Audit Corporation Representative Partner Ernst & Young ShinNihon (present Ernst & Young ShinNihon LLC)</p> <p>Corporate Auditor of the Company Outside Director of the Company (to the present)</p>	<p>0 shares</p>
<p>Reason for nomination as a candidate for Director serving as Audit and Supervisory Committee Member, and expected roles</p> <p>Although he has not participated directly in corporate management, he has provided us with fair and appropriate advice from the standpoint of Director serving as Audit and Supervisory Committee Member based on his qualification as a CPA and his wealth of knowledge and experience in accounting audits and international tax matters. We believe that he will contribute to the further strengthening of the corporate governance of the Company as a Director serving as Audit and Supervisory Committee Member, and therefore re-nominate him as a candidate.</p>				
<p>From the candidate for Director serving as Audit and Supervisory Committee Member</p> <p>As an outside officer prior to the establishment of Audit and Supervisory Committee system, I have taken a role of supervising and advising on the Company's governance, establishment and operation of internal controls, and the execution status of the management team from finance and accounting perspective, which is my area of expertise. In particular, I have made efforts on supporting management execution in harmony among major shareholders and minority shareholders in light of the shareholder composition from independent standpoint as my utmost theme. If I am re-elected, I would like to continue to contribute on further enhancement of corporate governance.</p>				

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions		Number of Company shares held
2	<p>Kiyoshi Tojo (February 5, 1956)</p> <p>[Reappointment] [Outside] [Independent] [Part-time]</p> <p>Attendance at the Board of Directors meetings: 12/13 meetings held (92%)</p> <p>Attendance at the Audit and Supervisory Committee meetings: 11/12 meetings held (91%)</p> <p>Number of years served as Director (at the conclusion of this Meeting): 5 years</p>	<p>April 2010</p> <p>April 2013</p> <p>June 2019</p> <p>[Important concurrent positions] None</p>	<p>Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd.</p> <p>Managing Executive Officer, Aioi Nissay Dowa Insurance Co., Ltd</p> <p>Outside Director of the Company (to the present)</p>	0 shares
<p>Reason for nomination as a candidate for Director serving as Audit and Supervisory Committee Member, and expected roles</p> <p>He has abundant experience and extensive insight of corporate management, including service as Managing Executive Officer of Aioi Nissay Dowa Insurance Co., Ltd. He has applied his experience and insight to provide advice and suggestions on overall management of the Company from an independent perspective. We believe that he will contribute to the further strengthening of the corporate governance of the Company as a Director serving as Audit and Supervisory Committee Member, and therefore re-nominate him as a candidate.</p>				
<p>From the candidate for Director serving as Audit and Supervisory Committee Member AICHI CORPORATION has decided to construct a new factory, and is moving toward the next higher level. I am aware that the next one to two years will be the most important period for solidifying such foundation. With the rising raw material costs, high energy costs, and procurement risks, etc., our business environment remains challenging, and the journey is not smooth. However, I will utilize my experience and insight to offer my views to the management team, which is working hard on various challenges, and work together to aim for “a company that is indispensable” to the society as a work environment creation company.</p>				

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions	Number of Company shares held
3	<p>Takuto Kawanishi (August 10, 1976)</p> <p>[Reappointment] [Outside] [Independent] [Part-time]</p> <p>Attendance at the Board of Directors meetings: 12/13 meetings held (92%)</p> <p>Attendance at the Audit and Supervisory Committee meetings: 11/12 meetings held (91%)</p> <p>Number of years served as Director (at the conclusion of this Meeting): 4 years</p>	<p>October 2003 Registered as an attorney Joined Midosuji Legal Profession Corporation</p> <p>June 2015 Outside Director, FIS, Co., Ltd. (to the present)</p> <p>July 2016 Partner, Nozomi Sogo Attorneys at Law (to the present)</p> <p>July 2018 Outside Audit & Supervisory Board Member, Rakuten Insurance Holdings Co., Ltd. (to the present)</p> <p>June 2020 Outside Director of the Company (to the present)</p> <p>September 2021 Outside Director, Scala, Inc. (to the present)</p> <p>[Important concurrent positions] Partner, Nozomi Sogo Attorneys at Law Outside Audit & Supervisory Board Member, Scala, Inc.</p>	1,580 shares
<p>Reason for nomination as a candidate for Director serving as Audit and Supervisory Committee Member, and expected roles</p> <p>He has qualification as an attorney, and a wealth of knowledge and experience in corporate legal affairs and financial-related businesses. We re-nominate him as a candidate for Director serving as Audit and Supervisory Committee Member because we believe that he will provide us with fair and appropriate advice from the standpoint of Audit and Supervisory Committee Member, as well as contribute to the further strengthening of the corporate governance of the Company.</p>			
<p>From the candidate for Director serving as Audit and Supervisory Committee Member</p> <p>By utilizing my past experience in legal, government offices and outside officer services, I would like to build a sound compliance governance system that supports our important mission. I will also engage in robust dialogue and discussion with the management team so that it can appropriately take risks and to implement management strategies from a medium- to long-term perspective.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions		Number of Company shares held
4	Soji Sakai (September 10, 1959)	April 1982	Joined Marubeni Corporation Africa Section, Heavy Electrical Equipment Trade Department	0 shares
	[New appointment] [Outside] [Independent] [Part-time]	April 2006	General Manager, Domestic Power Project Department, Marubeni Corporation President, MIBUGAWA ELECTRIC POWER CO., INC.	
	Attendance at the Board of Directors meetings: -	July 2017	Executive Officer and Assistant Manager, ASEAN and Southeast Asia, Marubeni Corporation President, Marubeni Thailand Co., Ltd. President, Japanese Chamber of Commerce, Bangkok	
	Attendance at the Audit and Supervisory Committee meetings: -	April 2020	Executive Officer and General Manager, Chubu Branch, Marubeni Corporation	
	Number of years served as Director (at the conclusion of this Meeting): -	March 2022	Corporate Advisor, Marubeni Corporation (to the present)	
		[Important concurrent positions] Corporate Advisor, Marubeni Corporation		
Reason for nomination as a candidate for Director serving as Audit and Supervisory Committee Member, and expected roles He has many years of experience at the trading company, and a wealth of knowledge and experience in in overseas and corporate management. We nominate him as a candidate for Director serving as Audit and Supervisory Committee Member because we believe that he will provide us with fair and appropriate advice from the standpoint of Audit and Supervisory Committee Member, as well as contribute to the further strengthening of the corporate governance of the Company.				
From the candidate for Director serving as Audit and Supervisory Committee Member Amid slower growth and intensifying competition in the domestic market as well as the need to strengthen environmental policies, I would like to contribute to the Company on further globalization and realizing carbon neutrality by utilizing my insight and network from my energy and electricity-related business experience in both Japan and overseas.				

No.	Name (Date of birth)	Career summary, positions, responsibilities and important concurrent positions		Number of Company shares held
5	<p>Taeko Kojima (July 20, 1964)</p> <p>[New appointment] [Part-time]</p> <p>Attendance at the Board of Directors meetings: -</p> <p>Attendance at the Audit and Supervisory Committee meetings: -</p> <p>Number of years served as Director (at the conclusion of this Meeting): -</p>	<p>April 1987</p> <p>January 2012</p> <p>June 2014</p> <p>June 2022</p>	<p>Joined Toyoda Automatic Loom Works, Ltd. (present Toyota Industries Corporation)</p> <p>General Manager, Corporate Center Audit Department, Toyota Industries Corporation</p> <p>General Manager, Legal Department, Corporate Headquarters, Toyota Industries Corporation</p> <p>Executive Officer, Toyota Industries Corporation (to the present)</p> <p>[Important concurrent positions] Executive Officer, Toyota Industries Corporation</p>	<p>0 shares</p>
<p>Reason for nomination as a candidate for Director serving as Audit and Supervisory Committee Member</p> <p>Although she has not participated directly in corporate management, we believe she will provide us with fair and appropriate advice from the standpoint of Director serving as Audit and Supervisory Committee Member based on her wealth of knowledge and experience in corporate legal matters. We believe that she will contribute to the further strengthening of the corporate governance of the Company as a Director serving as Audit and Supervisory Committee Member, and therefore nominate her as a candidate.</p>				
<p>From the candidate for Outside Director serving as Audit and Supervisory Committee Member I will strive to meet your expectations by utilizing my legal and auditing experience at manufacturing industry.</p>				

(Reference) Board of Directors Skills Matrix

If Proposal No. 2 and No. 3 are approved and passed as proposed, the composition of the Board of Directors will be as follows.

Name	Position at the Company	Directors' experience and areas where they are especially able to contribute expertise						
		Corporate management	Finance & accounting	Legal affairs	Risk management	Technology development & production	Marketing	International business
Toshiya Yamagishi	President and Representative Director	●	●	●	●	●		●
Shunichi Nakazawa	Director			●	●	●		
Shigehiro Takatsuki	Outside Director (Audit and Supervisory Committee Member)		●		●			●
Kiyoshi Tojo	Outside Director (Audit and Supervisory Committee Member)	●			●		●	●
Takuto Kawanishi	Outside Director (Audit and Supervisory Committee Member)		●	●	●			
Soji Sakai	Outside Director (Audit and Supervisory Committee Member)	●					●	●
Taeko Kojima	Director (Audit and Supervisory Committee Member)	●		●	●			