

## **MEITEC Group Holdings: Standards for Nomination of Director Candidates** **[Principles 3.1 iv), etc.]**

### **1. All directors [Principle 4.5]**

- Person who has integrity and high ethical standards and can act with a sense of fiduciary responsibility.

### **2. All independent outside directors [Principles 4.9, 4.7, 4.11]**

- Person who meets “MEITEC Group Holdings: Standards for Independence in Electing Outside Directors” provided separately
- Person who can be expected to act from an objective and neutral position in view of protecting interest of general shareholders
- Strive to ensure a balance and diversity of outside directors
- Person who has experience in corporate management; person who has knowledge of finance, accounting, the law, taxation, human resources, IT, and other fields of specialty; person who has a wealth of experience and professional insights necessary to understand the MEITEC Group’s businesses

### **3. Directors (excluding Directors who are Audit and Supervisory Committee Members)**

#### **(1) <Internal> directors**

- Person who can act in a fair and honest manner in the best interest of the Company
- Person who has a wealth of experience, extensive knowledge and superior expertise in roles that lead the growth of solution businesses in technical development operations, etc. and support the professional lives of engineers, as well as roles that aim for overall optimization in management and supervision

#### **(2) <Independent> outside directors [Principles 4.9, 4.7]**

- Person who has sufficient understanding on various businesses and roles
- Person who is expected to candidly ask questions or express opinions with independence of mind, and exercise voting rights appropriately

### **4. Directors who are Audit and Supervisory Committee Members [Principle 4.11]**

- 1) Person who is expected to always maintain a fair and unbiased attitude at all times while striving to maintain an independent position and act based on their own beliefs
- 2) Person who has appropriate experience and skills, and who possesses knowledge in finance, accounting and law. At least one person in principle shall have sufficient knowledge in finance and accounting.

#### **(1) Chairperson of the Audit and Supervisory Committee**

- A person with appropriate experience and ability as well as the required knowledge of business management and business operations who can, in a full-time capacity, be expected to proactively perform duties such as striving to develop an effective audit system.

#### **(2) Directors who are standing Audit and Supervisory Committee Members**

- Persons who can use their knowledge and experience to gather information required for audit.

**END**

Enacted on November 5, 2015

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Revised on October 1, 2023 Title, All sections

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