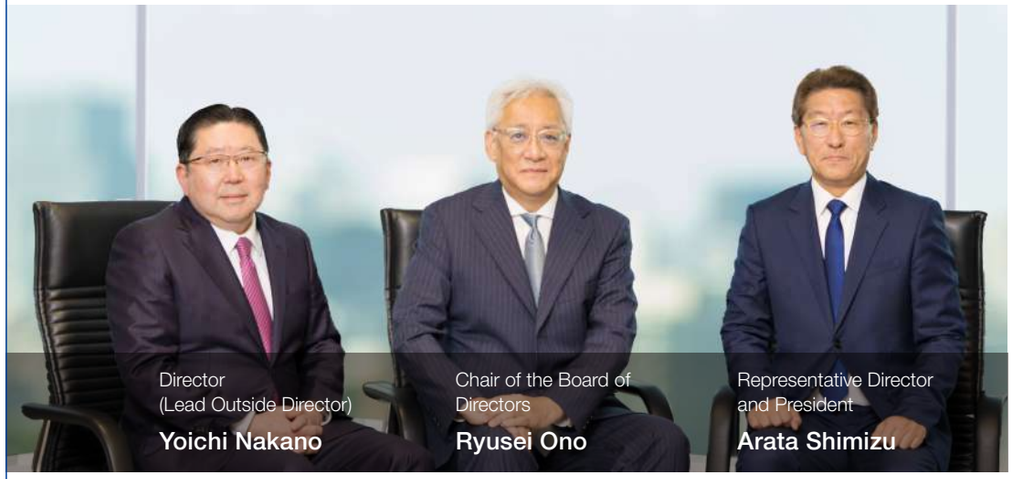
Management Foundation

Directors' Roundtable



MISUMI has changed its Representative Director and President for the first time in approximately 13 years. The participants discuss the thinking behind the newly established governance for appointment and dismissal, the expectations placed on President Shimizu, and the mission and resolve embodied in the new management structure.

Governance for Appointment and Dismissal That Shapes the Future

Turning the Appointment and Dismissal of Top Management into a System

Nakano: For any company, the appointment and dismissal of top management is one of the most important themes in corporate governance. At a company like MISUMI, which has grown through the strong leadership of its founder and successive leaders, the question of to whom the next generation of management should be entrusted is directly connected to the future of the company itself.

For many years, our founder Hiroshi Taguchi and our "Second-Era Founder" Tadashi Saegusa practiced outstanding management. Ryusei Ono, now Chair of the Board, then became President in 2013 and drove the MISUMI Group's growth with strong leadership.

At the same time, some five years ago the Nomination and Remuneration Committee began discussing in earnest what should come next and how the baton should be passed. We felt it was necessary to think this through carefully over time, including the requirements for the role, rather than selecting candidates with any particular individual in mind.

The starting point for our discussion was the question of whether the appointment and succession of top management could be made into a system that functions properly regardless of who is involved, rather than depending on personal relationships or individual judgment at any given time. In fact, the system at that time presupposed relationships of trust among members of management, and rested, one might say, on an assumption of good faith. We concluded, however, that achieving sustainable growth as a company required a system with greater objectivity, soundness, and transparency.

How to Select a Leader Who Will Create the Next Innovation

Ono: I was personally involved in building this system with strong conviction. Anyone in the position of President must one day pass the baton to the next generation. What matters at that point, I believe, is not simply deciding on a successor, but considering how the company should evolve for the era ahead.

Looking back, one of the major themes I worked on during my tenure as President was the Digital MODEL Shift. What is required of the next leader, however, is not to carry that forward unchanged. As the business environment changes significantly, with AI foremost among the drivers, it is important to identify new growth opportunities suited to the times and to conceive the next innovation oneself.

The Omega Vision gave form to that thinking. The Omega Vision is not a numerical medium-term plan. It is a medium- to long-term company-wide strategy setting out what the President intends to accomplish during their tenure and what kind of "new MISUMI" they will create. It is based on the idea that top management is responsible not only for maintaining and improving existing businesses, but also for driving innovation that generates new growth.

Evaluating Sustainability and Innovation at the Same Time

Nakano: Seen from the standpoint of an Outside Director, what characterizes MISUMI's new appointment and dismissal process is that it clearly defines the role of the President. Growing existing businesses steadily is of course important. On its own, however, growth will eventually slow. That is precisely why top management is asked not only to improve existing businesses but also to create new growth opportunities.



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The Omega Vision and the management review are how that thinking has been built into our systems. On taking office, the President presents an Omega Vision, and the Board of Directors then confirms progress on a continuing basis. The Nomination and Remuneration Committee discusses reappointment and succession in light of how far the vision has been realized and the degree of evolution achieved.

I have been involved in succession plans at other companies, but what distinguishes MISUMI does not lie in the system alone. It lies in the considerable time devoted to making that system genuinely work. Members of the Nomination and Remuneration Committee, including Outside Directors, have continuously conducted candidate interviews, management reviews, and discussions of their future visions. Rather than simply evaluating candidates once a year, we have continued to observe them over a long period from the perspective of how to develop the leaders of the future.

Passing Growth Chain-reaction Aspired Management on to the Next Generation



Ono: What we are aiming for is not merely a change of President. Since its founding, MISUMI has continued to evolve its business model around enhancing Customer's Time Value. We now stand at the entrance to a new era marked by the advance of AI and major change in industrial structures. Amid such changes in the environment, passing Growth Chain-reaction Aspired Management securely on to the next generation is more important than anything else.

That requires a governance system that functions on a sustained basis, rather than depending on the abilities of the individual at the top. The governance for appointment and dismissal that we have now put in place is the first step toward this. This means clarifying the role of the President, encouraging bold initiatives, and objectively evaluating the results, while continuously developing the next generation of management talent. I believe that continuing this cycle will provide the foundation for management that enables MISUMI to achieve both sustainability and innovation.

Sustainability and Innovation

Who Can Put Growth Chain-reaction Aspired Management into Practice?

Nakano: What we emphasized in selecting the new President was not a simple comparison of who was the most capable. Under the newly established appointment and dismissal process, we discussed repeatedly what kind of company MISUMI should aim to be going forward, and from that standpoint, who could realize that direction.

MISUMI's top management is required not only to grow existing businesses steadily but also to drive the innovation needed to take the company to its next stage. That is why we continued to observe what kind of future each candidate could envision and what kind of transformation each sought to bring about. This was not a one-off interview or evaluation, but an accumulation of dialogue over a long period.

In practice, the interviews with candidates ran to a considerable number. Each of the three Outside Directors met individually with the candidates and shared the substance of those discussions with the Nomination and Remuneration Committee. We continued that cycle for years. The five committee members kept observing the candidates from their respective viewpoints and discussed them repeatedly, and through this process, we reached a decision in which we had full confidence.

President Arata Shimizu as Seen by the Nomination and Remuneration Committee

Ono: There are a number of reasons why this process led to the appointment of President Shimizu. He demonstrated a high level of leadership capability, including management skill, the ability to lead an organization, and deep knowledge of the IT and digital fields.

What I valued in particular, however, was his knowledge of the world outside MISUMI. I grew up at MISUMI and have worked within MISUMI. That is a considerable strength, but in an era of major environmental change, comparison with the outside world becomes extremely important. In that respect, President Shimizu has accumulated wide-ranging experience in the consulting industry and in management roles of other companies, and has always held the perspective of MISUMI as seen from outside.

Now that AI is set to significantly transform society and industrial structures, our internal knowledge alone is not enough to reveal every possibility. I considered the ability to incorporate outside knowledge and discover new possibilities indispensable to creating the next MISUMI.

There is one episode that stays with me even now, looking back. During the appointment process, when I spoke with President Shimizu one on one, he told me squarely that he loves MISUMI. Of course, we did not select him for that alone. But those words carried great meaning. Although he had come from outside, he genuinely believed in the potential of this company and wanted to create its future. That was the moment I felt his commitment.

"This is someone to whom I can entrust MISUMI's future." That is genuinely how I felt.

A Leader Who Combines Logic with a Human Touch

Nakano: Adding to what Chair Ono has said, having been involved in talent evaluation and the selection of executives for many years, I believe there are broadly two abilities required of MISUMI's leader.

The first is logic. Since its founding, MISUMI has been a company that places importance on strategy and

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rationality. Leaders are therefore required to think on the basis of facts and communicate their reasoning convincingly. In that respect, President Shimizu excels. That alone, however, is not enough, because logic is not the only thing that moves an organization. I often describe the ability to move an organization as the ability to win people over. A leader must be able to empathize with people, engage them, and inspire them to take on challenges willingly. No matter how sound the argument, an organization will not move forward unless people are willing to follow.

President Shimizu possesses both qualities. At Board meetings, for example, he always explains his thinking based on facts and logic. At the same time, he has a warmth that allows him to connect personally with those around him. I saw him as someone able to combine rationality and humanity.

I describe this as combining art and science. Logic alone is not enough, nor are personal relationships alone. The fact that he possessed both qualities is what led to our final assessment.

Choosing to Create the Future as a Management Team

Ono: Another thing that mattered this time was not only who should become President, but what kind of management structure to put in place.

We discussed how this is no longer an era in which a single charismatic leader can decide everything. The environment surrounding management, including the advance of AI, has become far too complex. That is why we need a management team with diverse knowledge and expertise, and a system that allows the team's capabilities to be fully utilized. In the appointment process this time, in fact, all candidates were asked to draw up a future vision. That was not simply for evaluation. It was an opportunity for them to consider what they themselves would accomplish, and it was also a process for developing management talent.

Selecting a President is not the goal. A succession plan encompasses building the next management team and developing the next generation of management talent. This appointment was, I believe, the first step in that new governance.

Responsibility and Resolve for the Future Entrusted to Us

To Maximize Freedom in Management

Ono: In entrusting management to President Shimizu, what I myself was strongly conscious of was how to ensure that the new leader would have sufficient latitude to manage the company.

Amid major changes in the business environment, with AI foremost among the drivers, MISUMI is about to enter its next phase of growth. Passing the baton at that moment also means entrusting management to a new leader with strengths and perspectives different from my own. That is precisely why I felt I had to avoid a situation in which I would continue to exert influence over management.

There was also the option of remaining as Representative Director and Chairman. That, however, would make genuinely free decision-making difficult for the new head of management. I did not want to leave it ambiguous who bears ultimate management responsibility. I therefore chose not to retain representative authority and to stand clearly apart from business execution.

At the same time, continuity in management is important. Rather than making an abrupt break, we also need to support the new management structure while drawing on the experience and knowledge accumulated over the years. In that sense, I concluded that the position of Chair of the Board was the most appropriate role for connecting business execution and the Board of Directors.

A Board of Directors That Supports Growth

Nakano: For my part, I do not think the Board of Directors should simply be a supervisory body going forward. It is of course important to assess risk and to apply the brakes when necessary. Equally important, however, is creating an environment in which top management can take on bold challenges.

I very much want President Shimizu to press the accelerator boldly. I want him to pursue new businesses, open up new markets, and grow the company further. In that sense, I think it is right for the execution side to be "Go, Go."

Outside Directors, on the other hand, have a different role. Is what has become common sense inside MISUMI out of step with the world outside? Are we bound by past successes? Our role is to keep presenting the perspective of an outside observer. We do not exist to stop management. We exist to raise the quality of management. In that sense, I intend to keep putting candid views forward.

Ono: I agree entirely. The Board of Directors is not a place for supervision alone. It supports, it advises, at times it gives a push, and at times it applies the brakes. That balance is important.

We discussed the role of the Board of Directors afresh this time. The conclusion we reached is that the Board itself should commit to realizing the Omega Vision set out by the President. The phrase enhancing corporate value is often used, but for us, realizing the Omega Vision is precisely what leads to enhanced corporate value. Supporting that realization is, I believe, the role of the Board of Directors.

The Moment I Felt It Had Been Entrusted to Me

Shimizu: When I was first approached about this, my initial reaction was surprise. What surprised me, however, was not so much that I would become President as that Chair Ono would be stepping down. He is trusted and admired by many employees, so I honestly wondered, "Will things really change?"

As I took time to reflect, I came to feel that this was not merely a leadership appointment. One reason is the great change of era represented by AI. Just as the internet changed business, AI is set to change Monozukuri and industrial structures themselves. In particular, I believe AI has the potential to change not only cyberspace

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but, through physical AI, the mechanical world as well, giving rise to a new industry ranking alongside the automotive industry. At such a major turning point, I understood that what was expected of me was to apply my experience and knowledge in the field of transforming business through technology.

I also feel there is great significance in Chair Ono having chosen the position of Chair of the Board rather than Representative Director and Chairman, leaving me as the sole Representative Director. I take this as a strong message that while I am given the greatest possible freedom in management, I must personally bear responsibility for the results.

I also took it that, precisely because this is an era of rapid change, speed in decision-making and execution is required. Our competitive environment includes many companies led by founders and owner-managers. Advancing management with the responsiveness and speed needed to compete with such companies is, I believe, one of the important missions entrusted to me.

The Role to Be Fulfilled as Top Management

Shimizu: I believe top management has broadly three roles.



The first is to set the direction. Since its founding, MISUMI has been a company that has grown while placing importance on strategy. Top management must therefore show where the company is heading. In that sense, the Omega Vision plays an extremely important role.

The second is to bring out the full potential of the organization. I believe this company still holds great potential. When people with their respective areas of expertise exercise their capabilities and function as a team, even greater growth becomes possible. Releasing that potential is also a leader's responsibility.

The third is engagement with the outside world. Beyond growing the business, I believe conveying the company's direction and growth strategy through dialogue with shareholders, investors, and other stakeholders is also an important role. As a global company, we are called on to think about our businesses and our governance from a broader perspective.

Achieving Growth, Higher and Faster

Shimizu: In fulfilling these roles, what I place importance on is understanding the front line and speaking directly with employees. I have not been at MISUMI long. That is precisely why I place importance on understanding the front line, and why I actively create opportunities to speak directly with employees. I am also deepening communication with employees by increasing the occasions on which I explain our business strategy and the company's direction myself.

At the same time, management is not something one person can do alone. MISUMI has a management team with diverse expertise. Drawing on their respective strengths and sharing a common direction, I want to build a management team that can achieve higher and faster growth.

As I myself experienced this time, developing the next generation of management talent is also an important role of top management. I built my career at foreign-affiliated companies, where I was always taught to think about my next successor. MISUMI is a company that sets out to be "The Best Place to Grow." Giving those who will carry the next era opportunities to take on challenges, and supporting their growth, is also one of my missions.

I was also taught some time ago by former Chairman Nishimoto that management responsibility means accountability, responsibility for execution, and responsibility for results. I still hold those words dear. Set the direction, execute, and deliver results. Precisely because the appointment and dismissal process has been made clear, I want to keep taking on challenges and achieve further growth for MISUMI, rather than making safe choices for self-protection.

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Management Team

Directors (As of October 1, 2026)



Arata Shimizu

Representative Director and President

Apr 1997	Joined Accenture Japan Ltd.
Sep 2005	Executive Partner, Accenture Japan Ltd.
Jul 2015	Managing Director and Head of the Strategy Consulting Division, Accenture Japan Ltd.
Mar 2017	Representative Director, Executive Vice President and COO, SEAOS, Inc.
Jun 2017	Outside Director, Interworks, Inc. (now Confidence Interworks Inc.)
Sep 2017	Outside Director, Trust Tech Inc. (currently Open Up Group Inc.)
Jun 2020	Outside Director, MISUMI Group Inc.
Jun 2021	Director, P&E Directions, Inc.
Jun 2024	Senior Executive Director and CIO, MISUMI Group Inc.
Oct 2025	Director, Senior Executive Corporate Officer and CIO, MISUMI Group Inc.
Apr 2026	Representative Director and President, MISUMI Group Inc. (incumbent) Representative Director and President, MISUMI Corporation (incumbent)



Ryusei Ono

Chair of the Board of Directors

Apr 1987	Joined MISUMI Group Inc.
Apr 2002	Corporate Officer, MISUMI Group Inc.
Jun 2007	Director and Corporate Officer, MISUMI Group Inc.
Oct 2008	Representative Director and President, Suruga Production Platform Co., Ltd. Director and Senior Corporate Officer, MISUMI Group Inc.
Jan 2011	Representative Director and President, Suruga Seiki Co., Ltd.
Jan 2013	Senior Executive Director, MISUMI Group Inc.
Dec 2013	Representative Director and President, MISUMI Group Inc. Representative Director and President, MISUMI Corporation
Jun 2014	Representative Director, President and CEO, MISUMI Group Inc.
Feb 2020	Representative Director and President, MISUMI Group Inc.
Apr 2026	Director and Chair of the Board of Directors, MISUMI Group Inc. (incumbent)



Tomoki Kanatani

Director

Apr 1991	Joined Kankaku Securities Co., Ltd.
Apr 1992	Joined Sadoshima Corporation
Jun 2000	Joined MISUMI Group Inc.
Dec 2015	President, China Business Company, MISUMI Corporation
Jul 2020	Senior Corporate Officer, MISUMI Group Inc.
Oct 2020	Head of the China and Asia Business Group, MISUMI Corporation
Jun 2021	Executive Director, MISUMI Group Inc.
Oct 2025	Director and Senior Executive Corporate Officer, MISUMI Group Inc. (incumbent)



Shigetaka Shimizu

Director

Apr 1995	Joined Okura & Co., Ltd.
Apr 1999	Joined MISUMI Group Inc.
Dec 2015	President, Asia Business Company, MISUMI Corporation
Jul 2020	Senior Corporate Officer, MISUMI Group Inc.
Oct 2020	President, IM Business Company, MISUMI Corporation
Jun 2021	Executive Director, MISUMI Group Inc.
Apr 2022	President, Japan Business Company, MISUMI Corporation
Oct 2025	Director and Senior Executive Corporate Officer, MISUMI Group Inc. (incumbent)



Shaochun Xu

Director

Sep 1988	Joined Finance Division, Shanghai Municipal Bureau of Commerce, China
Sep 1996	Head of the China Investment Department, ITOCHU (China) Holding Co., Ltd.
Aug 1998	General Manager of the Finance Department, Panasonic Electric Works (China) Co., Ltd.
May 2012	Joined MISUMI (China) Precision Machinery Trading Co., Ltd.
Apr 2017	Corporate Officer, China Business Company, MISUMI Corporation General Manager, MISUMI (China) Precision Machinery Trading Co., Ltd.
Oct 2021	Chairman, MISUMI (China) Precision Machinery Trading Co., Ltd. (incumbent)
Jun 2022	Director, MISUMI Group Inc.
Apr 2025	President, China Business Company, MISUMI Corporation
Oct 2025	Director and Senior Corporate Officer, MISUMI Group Inc. (incumbent) Representative, China Region Hub and Representative, Asia Region Hub, MISUMI Corporation (incumbent)



Yoichi Nakano

Lead Outside Director

May 1990	Joined the Investment Department of the International Finance Corporation, World Bank Group
Jun 1996	Joined McKinsey & Company, Inc. Japan
Jun 2003	Executive Search Consultant, Jomon Associates Inc.
Aug 2011	Partner, Leadership Consulting, Heidrick & Struggles Japan LLC
Jan 2013	Partner, Executive Search, Heidrick & Struggles Japan LLC
Feb 2016	Representative Director and President, Chuuyou Corporation (incumbent)
Jun 2019	Outside Director, MISUMI Group Inc.
Jun 2024	Lead Outside Director and Chair of the Nomination and Remuneration Committee, MISUMI Group Inc. (incumbent)
May 2026	Outside Director, Nippon High Voltage Electric Co., Ltd. (incumbent)

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Directors



Tomoharu Suseki

Outside Director

Apr 1979 Joined Sumitomo Electric Industries, Ltd.
Jan 1997 Director, Raychem Corporation
Nov 2001 Representative Director, Tyco Electronics Raychem K.K.
Apr 2003 Executive Officer, D&M Holdings Inc.
Nov 2004 Representative Director, President and CEO, OCC Corporation
Mar 2007 Executive Officer and COO, Sumida Corporation
Sep 2010 Representative Executive Officer and President, Sumida Corporation
Mar 2020 Director and Chair of the Risk Management Committee, Sumida Corporation
Mar 2021 Member of the Nomination Committee and the Remuneration Committee, Sumida Corporation
Jun 2021 Outside Director, MISUMI Group Inc. (incumbent)
Mar 2026 Outside Director, KITZ Corporation (incumbent)



Keiko Yano

Outside Director

Apr 1981 Joined Toyo Kogyo Co., Ltd. (currently Mazda Motor Corporation)
Jan 1988 Joined Ford Motor Company (Japan) Limited
Jul 2000 Seconded to Japan Climate Systems Corporation; Executive Director and General Manager of the Corporate Planning Department
Nov 2005 Sales Director, Visteon Japan, Ltd.
Dec 2011 Seconded to Japan Climate Systems Corporation; Executive Director and General Manager of the Corporate Planning Department
Sep 2012 Mazda General Manager, Johnson Controls, Inc.
Jul 2014 Sales Director, Visteon Corporation
Oct 2020 Vice President, Visteon Corporation Representative Director, Visteon Japan, Ltd.
Jun 2024 Outside Director, MISUMI Group Inc. (incumbent)



Figen Ulgen

Outside Director

Sep 1991 Joined JustSystems Corporation
Sep 1999 Joined McKinsey & Company, Inc., United States
Apr 2002 Director, Microsoft Corporation, United States
Dec 2012 Senior Director, Microsoft Corporation, United States
Nov 2014 General Manager, Intel Corporation, United States
Mar 2019 Head of Data & Analytics, Woolworths New Zealand Limited
Feb 2021 Chief Customer Officer, Z Energy Limited, New Zealand
Aug 2022 Chief Data Officer, LINE Corporation (currently Z Intermediate Global Corporation)
Apr 2024 Chief Data and AI Officer, Dai-ichi Life Holdings, Inc.
Apr 2025 Executive Officer and Group Chief Data and AI Officer, Dai-ichi Life Holdings, Inc. (incumbent)
Jun 2025 Outside Director, MISUMI Group Inc. (incumbent)

Audit & Supervisory Board Members (As of October 1, 2026)



Ichiro Otokozawa

Full-time Audit & Supervisory Board Member

Apr 1979 Joined Nippon Kokan Corporation (currently JFE Engineering Corporation)
Mar 1997 General Manager of the Office of the President, Santen Pharmaceutical Co., Ltd.
Jul 1999 Corporate Officer, Santen Pharmaceutical Co., Ltd.
Jun 2005 Director and Senior Corporate Officer, Santen Pharmaceutical Co., Ltd.
May 2006 Senior Director, AlixPartners
Jul 2007 Senior Director, Advent International K.K.
Apr 2011 Director and CFO, Avon Products Co., Ltd. (currently FMG & MISSION Co., Ltd.)
Dec 2013 Senior Corporate Officer and CFO, MISUMI Group Inc.
Jun 2014 Executive Director and CFO, MISUMI Group Inc.
Jul 2020 Executive Director, MISUMI Group Inc.
Oct 2020 Head of the Europe and Americas Business Group, MISUMI Corporation
Jun 2024 Full-time Audit & Supervisory Board Member, MISUMI Group Inc. (incumbent)



Nanako Aono

Outside Audit & Supervisory Board Member

Apr 1984 Joined Nikko Securities Co., Ltd. (currently SMBC Nikko Securities Inc.)
Nov 1995 Joined ChuoAoyama Audit Corporation
Jul 2002 Joined Busicom Co., Ltd. (currently OAG Busicom Co., Ltd.)
Mar 2005 Director, Busicom Co., Ltd.
Jun 2008 Outside Audit & Supervisory Board Member, DUSKIN CO., LTD.
May 2010 Representative Director and President, GEN Corporation (incumbent)
Jun 2017 Outside Audit & Supervisory Board Member, MISUMI Group Inc. (incumbent)
Jun 2019 Outside Audit & Supervisory Board Member, Nippon Paper Industries Co., Ltd. (incumbent)
Mar 2020 Outside Director, OPTEX GROUP CO., LTD.
Mar 2021 Outside Audit & Supervisory Board Member, MEIKO NETWORK JAPAN CO., LTD.
Nov 2022 Outside Director and Audit and Supervisory Committee Member, MEIKO NETWORK JAPAN CO., LTD. (incumbent)



Shizuyo Ichikawa

Outside Audit & Supervisory Board Member

Apr 1987 Admitted to the bar in Japan
Attorney, Yoshihara Patent and Law Office (currently Komatsu & Miwa Law Office) (incumbent)
Apr 2000 Full-time Director, DC Loan Servicing Inc.
Jun 2020 Outside Audit & Supervisory Board Member, Kyogoku Unyu Shoji Co., Ltd. (incumbent)
Apr 2022 Director, Saitama University
Jun 2022 Alternate Audit & Supervisory Board Member, MISUMI Group Inc.
Jun 2025 Outside Audit & Supervisory Board Member, MISUMI Group Inc. (incumbent)

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Supervising Officers (As of October 1, 2026)



President
Arata Shimizu



Senior Executive Corporate Officer
Tomoki Kanatani



Senior Executive Corporate Officer
Shigetaka Shimizu



Senior Executive Corporate Officer
Toru Arakawa



Senior Executive Corporate Officer
Chairman, Americas Business Company
Chairman, Fictiv Inc.
Mitsunobu Yoshida

Founders

Special Advisor and Founder
Hiroshi Taguchi

Special Advisor and Second-Era Founder
Tadashi Saegusa

Corporate Officers (As of October 1, 2026)



Senior Corporate Officer
Representative,
China Region Hub
Representative,
Asia Region Hub
Shaochun Xu



Senior Corporate Officer
and CFO
Representative,
Finance Platform Hub
Toru Takanami



Senior Corporate Officer
President,
DL Business Company
Ryuji Ohora



Senior Corporate Officer
and CIO
Representative,
Digital Operation Excellence Platform Hub
Akira Rikita



Senior Corporate Officer
and CHRO
Representative,
Human Resources and Legal Platform Hub
Tsutomu Kato

Corporate Officer
Representative, Production Platform Hub
Hideka Shoji

Corporate Officer
President, Factory-MRO Business Company
Takashi Baba

Corporate Officer
Representative, Digital Service Model Development Hub
Koichi Kawakami

Corporate Officer
President, Distribution and Service Business Company
Representative, Gateway Model Development Hub
Masatake Sumi

Corporate Officer
President, OST Business Company
Nobumasa Watanabe

Corporate Officer
Representative, Europe Region Hub
Yusuke Kido

Corporate Officer
Executive Vice President, OST Business Company
Minobu Saito

Corporate Officer
Assistant to the Supervising Officers
Noriaki Murata

Corporate Officer
President, Industrial Digital Manufacturing Business Company
Tomohiro Yamamoto

CEO, Fictiv Inc. and Corporate Officer,
MISUMI Group Inc.
President, Americas Business Company
David Evans

CXO, Fictiv Inc. and Corporate Officer,
MISUMI Group Inc.
Representative, AI Model Development Hub
CXO, Americas Business Company
Nathan Evans

Corporate Officer
President, Frontier New Business Development Business Company
Jinwook Lee

Corporate Officer
President, Die and Mold Business Company
Yusuke Miyamoto

Corporate Officer
President, Mechatronics Business Company
Hitoshi Ura

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Corporate Governance

Composition and Skill Matrix of the Board of Directors and the Audit & Supervisory Board

Name	Position	Years in Office	Attendance at Board of Directors Meetings in FY2025	Attendance at Audit & Supervisory Board Meetings in FY2025	Corporate Management	Business Strategy	Global (Oversight of Overseas Businesses, Management of Local Subsidiaries, etc.)	AI and DX	Manufacturing and Operations (Logistics, Supply Chain, etc.)	Organizational and Human Resources Strategy	Finance and Accounting	ESG, Risk Management, and Legal Affairs
Arata Shimizu	Representative Director	6 years	14 of 14 (100%)	—	●	●	●	●	●			
Ryusei Ono	Director	19 years	14 of 14 (100%)	—	●	●	●	●	●			
Tomoki Kanatani	Director	5 years	14 of 14 (100%)	—		●	●	●	●			
Shigetaka Shimizu	Director	5 years	14 of 14 (100%)	—		●	●	●	●			●
Shaochun Xu	Director	4 years	14 of 14 (100%)	—			●			●	●	●
Yoichi Nakano	Outside Director	7 years	14 of 14 (100%)	—	●		●			●	●	
Tomoharu Suseki	Outside Director	5 years	14 of 14 (100%)	—	●		●		●			●
Keiko Yano	Outside Director	2 years	14 of 14 (100%)	—	●	●	●			●		
Figen Ulgen	Outside Director	1 year	11 of 11 (100%)*	—			●	●	●			●
Ichiro Otokozawa	Full-time Audit & Supervisory Board Member	2 years	14 of 14 (100%)	23 of 23 (100%)	●		●				●	●
Nanako Aono	Outside Audit & Supervisory Board Member	9 years	14 of 14 (100%)	23 of 23 (100%)	●						●	
Shizuyo Ichikawa	Outside Audit & Supervisory Board Member	1 year	11 of 11 (100%)*	18 of 18 (100%)*	●							●

* Figen Ulgen and Shizuyo Ichikawa were newly elected as Director and Audit & Supervisory Board Member, respectively, at the 63rd Annual General Meeting of Shareholders held on June 19, 2025, and assumed office on the same date. Their attendance records therefore cover the period following their appointment.
* Seven men and five women; ten Japanese nationals and two non-Japanese nationals.

Definitions of Skills

Corporate Management	Experience and expertise in management decision-making and resource allocation for the sustainable enhancement of corporate value, cultivated through experience in corporate management
Business Strategy	Experience and expertise in formulating and driving business strategies that support Growth Chain-reaction Aspired Management
Global (Oversight of Overseas Businesses, Management of Local Subsidiaries, etc.)	Experience and expertise in global business development and the oversight and operation of overseas businesses
AI and DX	Experience and expertise in business and operational transformation using digital technologies and AI
Manufacturing and Operations (including Logistics and Supply Chain)	Experience and expertise in the overall optimization of operations, including manufacturing, logistics, and the supply chain, and in strengthening competitiveness
Organizational and Human Resources Strategy	Experience and expertise in strengthening human capital, developing people, and organizational development
Finance and Accounting	Experience and expertise in growth investment, capital policy, and strengthening the financial base
ESG, Risk Management, and Legal Affairs	Experience and expertise in risk management, legal affairs and compliance, and sustainability in support of sustainable corporate management

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Management Foundation | Corporate Governance

Basic Approach to Corporate Governance

The MISUMI Group is working to strengthen its management foundation with the aim of fulfilling its social mission while continuously increasing corporate value, and positions the enhancement of corporate governance as one of its most important management priorities. We are striving to further strengthen corporate governance in accordance with our Corporate Governance Guidelines.

Relationship with Shareholders

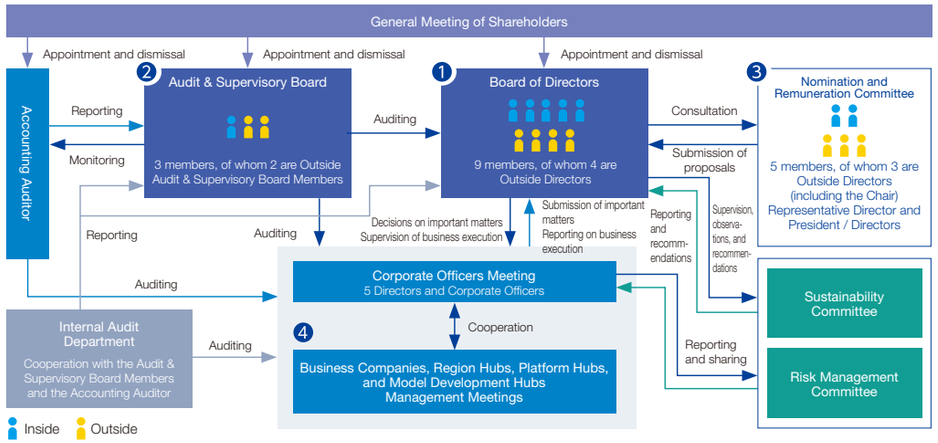
The MISUMI Group proactively discloses information to shareholders in a timely and appropriate manner, including information on key management strategies, financial condition, sustainability, risks, governance, and responses to social and environmental issues. We also engage in active and constructive dialogue with shareholders.

The Group has established the MISUMI Group Corporate Governance Guidelines, which set forth the Group's basic approach to corporate governance and the policies governing its related initiatives.

MISUMI Group Corporate Governance Guidelines

Corporate Governance Structure

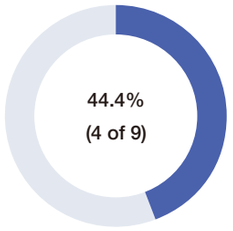
MISUMI Group Inc. is a company with an Audit & Supervisory Board, in which the Board of Directors supervises business execution and the Audit & Supervisory Board conducts audits. The Company has also established voluntary committees, including the Nomination and Remuneration Committee, the Sustainability Committee, and the Risk Management Committee.



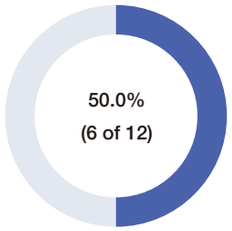
Overview of the Corporate Governance Structure

Organizational form	Company with an Audit & Supervisory Board
Number of Directors (of whom Outside Directors)	9 (4)
Term of office for Directors	1 year
Number of Outside Directors designated as Independent Officers	4
Number of Audit & Supervisory Board Members (of whom Outside Members)	3 (2)
Adoption of a Corporate Officer system	Yes
Voluntary advisory committee	Yes (Nomination and Remuneration Committee)
Remuneration system for Directors and other officers	1. Basic remuneration 2. Performance-linked remuneration (bonuses) 3. Long-term incentive remuneration (restricted stock)

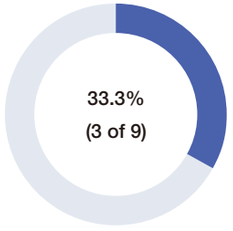
Ratio of Outside Directors



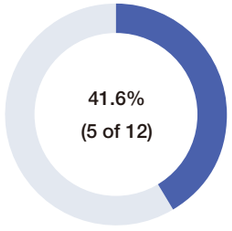
Ratio of Outside Officers (Directors and Audit & Supervisory Board Members)



Ratio of Female Directors



Ratio of Female Officers (Directors and Audit & Supervisory Board Members)



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Management Foundation | Corporate Governance

❶ Board of Directors

The Board of Directors sets the strategic direction of the Group and decides on important matters of business execution. It is also responsible for supervising and guiding the performance of duties by Executive Directors and by the Presidents and Representatives of the Business Companies, Region Hubs, Platform Hubs, and Model Development Hubs, and for establishing an appropriate internal control system. The Board regularly evaluates the operation of the Group's internal control system, the implementation of its code of conduct, and the operation of its whistleblowing system, and makes revisions as necessary. The Board comprises nine Directors, including four Independent Outside Directors. It meets once a month in principle and convenes extraordinary meetings as necessary, making important management and business decisions and supervising business execution.

Principal Matters Considered by the Board of Directors

- Matters resolved (64, including 4 resolved in writing): the General Meeting of Shareholders; financial results; shares; budgets and business plans; human resources and organization; investment; funding; subsidiaries; and M&A and alliances
- Matters reported (72): business execution; monthly performance; human resources; regular reports including IR; audit reports; the status of internal audits; sustainability and ESG; and Board effectiveness

❷ Audit & Supervisory Board

The Audit & Supervisory Board comprises three members, including two Outside Audit & Supervisory Board Members. Each member audits the execution of duties by Directors through activities such as attending meetings of the Board of Directors, the Corporate Officers Meeting, and Hub Management Meetings; conducting on-site audits of locations in Japan and overseas; reviewing internal approval documents and similar records; holding individual interviews with Directors and Corporate Officers; and participating in regular meetings with departments responsible for internal control and the Internal Audit Department. Working in cooperation with the Accounting Auditor, the Audit & Supervisory Board also seeks to continuously improve the effectiveness and efficiency of accounting audits and audits the appropriateness of the process and results of selecting the Accounting Auditor.

❸ Nomination and Remuneration Committee (As of March 31, 2026)

Independent Outside Directors make up a majority of the Nomination and Remuneration Committee, at 60%, and an Independent Outside Director serves as its Chair. This composition strengthens the supervisory function of the Board of Directors and enhances the transparency of the decision-making process. As an advisory body to the Board, the Committee deliberates on the evaluation and remuneration of Directors, including Representative Directors, their appointment and dismissal, and succession planning for Representative Directors to achieve sustainable growth as a global company, and submits its proposals to the Board. In considering particularly important matters such as nominations and remuneration, the Committee discusses and examines them objectively, including from the perspectives of diversity and skills.

Members of the Nomination and Remuneration Committee	Outside Director (Chair) Outside Director Outside Director	Yoichi Nakano Tomoharu Suseki Keiko Yano	Representative Director and Chairman Representative Director and President	Kosuke Nishimoto Ryusei Ono
Meetings held	FY2025: 7			

❹ Business Execution Structure

The Group's business execution structure comprises four types of Hub organizations: Business Companies (BH), which are responsible for business growth and profitability; Region Hubs (RH), which are responsible for strengthening the business and management foundations of local subsidiaries in each region; Platform Hubs (PH), which are responsible within their respective areas of expertise for enhancing global competitiveness, implementing leading-edge technologies, and managing performance through KPIs; and Model Development Hubs (MH), which are responsible for creating and developing the dynamic competitive foundations of the next generation and for their implementation in the Business Companies, Region Hubs, and Platform Hubs. By adopting a multi-network organizational structure in which these Hubs execute business in cooperation with one another, the Group seeks to strengthen its ability to respond globally to changes in its business environment, including customers, markets, and competitors.

Five Supervising Officers manage and supervise the day-to-day business execution of the Hubs under their respective supervision. Important matters of business execution within each Hub are deliberated and decided at Hub Management Meetings, held approximately once a month, thereby strengthening governance at the Hub level.

Important matters of business execution that go beyond the scope of an individual Hub and affect the Group as a whole are deliberated and decided at the Corporate Officers Meeting, which consists principally of Representative Directors, Supervising Officers, and Senior Corporate Officers, thereby strengthening governance at the Group level. The Corporate Officers Meeting is held approximately once a month.

Outside Directors and Outside Audit & Supervisory Board Members

The Company appoints Outside Directors and Outside Audit & Supervisory Board Members who possess extensive knowledge and experience and who can provide objective perspectives and specialized insight from a position independent of management. Through the Board of Directors, the Nomination and Remuneration Committee, and other bodies, Outside Officers advise and supervise management from the perspective of enhancing corporate value over the medium to long term.

The themes on which Outside Officers particularly provide advice and supervision are as follows.

Themes on Which Outside Officers Particularly Provide Supervision and Recommendations



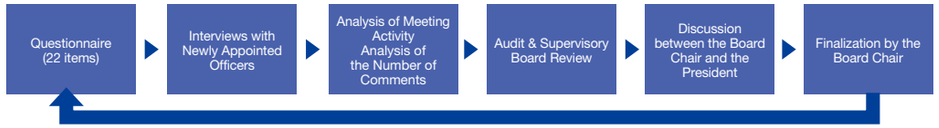
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Management Foundation | Corporate Governance

Board Effectiveness Evaluation and Improvement Cycle

Evaluation Process (FY2025)

The Company conducts an evaluation of the effectiveness of the Board of Directors every year. In FY2025, the evaluation was again conducted through a questionnaire for Directors and Audit & Supervisory Board Members, an analysis of Board meeting activity, and interviews with newly appointed officers. The Board's effectiveness was assessed as being sufficiently ensured. The Company is also advancing initiatives aimed at continuous improvement.



Evaluation Results (FY2025)

The Effectiveness of the Board of Directors Was Assessed as Sufficiently Ensured

The evaluation confirmed that the Board engages in active discussion and appropriately exercises decision-making and supervision over business execution. Active recommendations from Outside Directors and Outside Audit & Supervisory Board Members, and discussion informed by diverse perspectives, are reflected in management decisions. The evaluation also found that the Board's roles, functions, and operating methods are being continuously improved and that initiatives to enhance effectiveness have taken root.

Active Discussion and Appropriate Supervision

The Board secures sufficient time for deliberation and discusses important themes such as business strategy, capital policy, and investment proposals actively. The Board also monitors the execution of business strategy, including DX initiatives, on a regular basis, and management reviews strategies and initiatives in light of the Board's views. Outside Directors and Outside Audit & Supervisory Board Members also speak actively from a specialist standpoint, which has strengthened the supervisory function over decision-making and business execution.

Multifaceted Perspectives

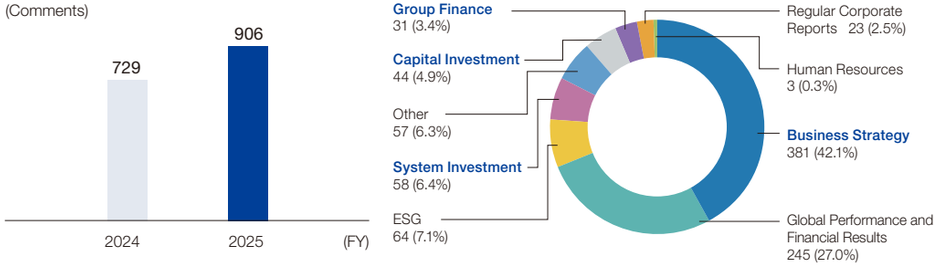
In addition to discussion at Board meetings, management issues are discussed from multifaceted perspectives through informal discussions, regular exchanges of views among Outside Directors and Outside Audit & Supervisory Board Members, and meetings between Outside Directors and senior management. Since the General Meeting of Shareholders in June 2025, the Board has had four Independent Outside Directors, accounting for 40% of its membership. The Company also newly appointed a female Outside Director of foreign nationality, strengthening its framework for incorporating diverse insight and experience into management.

Continuous Improvement

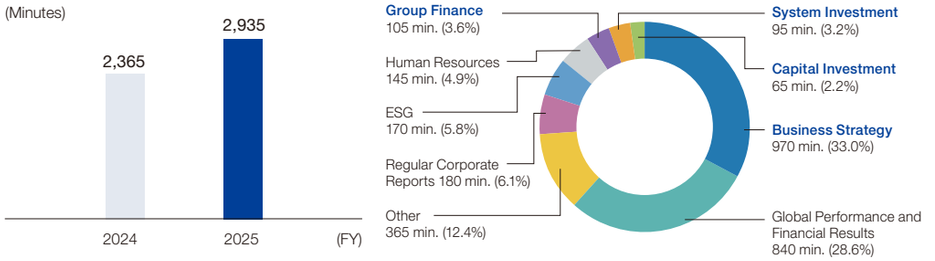
The Company continuously reviews the Board's roles, functions, and operating methods through its effectiveness evaluations. The Nomination and Remuneration Committee deliberates on the evaluation and remuneration of Directors, including Representative Directors, their appointment and dismissal, and succession planning, and submits its proposals to the Board. Through these initiatives, the Company seeks to invigorate Board deliberations and further enhance its supervisory function.

The Board of Directors in Figures

Trends in the Number of Remarks at Board Meetings and Remarks by Theme



Trends in Board Deliberation Time and Deliberation Time by Theme



Considering the Future Role of the Board of Directors

Based on the FY2025 effectiveness evaluation, the Company is reviewing the roles, functions, and operation of the Board of Directors.

STEP 1 Implications of the Effectiveness Evaluation	STEP 2 Building a Shared View of the Board We Aim to Be	STEP 3 Reflecting the Review in Board Operations
The FY2025 evaluation confirmed that the effectiveness of the Board was sufficiently ensured. At the same time, it also identified views calling for fuller discussion of corporate strategy, capital policy and the business portfolio, and dialogue with stakeholders, among other matters, with a view to enhancing corporate value over the medium to long term.	Drawing on the effectiveness evaluation and recommendations from Outside Officers, the Company reviewed the roles, functions, and operation of the Board. As a result, a shared understanding was formed that the Board is to supervise business execution with a view to enhancing corporate value over the medium to long term.	To hold more constructive discussion of important themes that contribute to enhancing corporate value, the Company discussed in depth how the Board agenda should be structured. We will devote more time to deliberating medium- to long-term growth strategy and related matters such as capital policy and human resources strategy.

Direction we are aiming for: a Board of Directors that raises the probability of success in keeping Growth Chain-reaction Aspired Management turning

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Officers' Remuneration

Basic Policy on Officers' Remuneration

The Group's basic policy is to encourage the sustained enhancement of corporate value by granting officers appropriate remuneration in line with their roles, responsibilities, and performance. Remuneration for Directors, excluding Outside Directors, consists of fixed basic remuneration, performance-linked remuneration reflecting single-year performance, and long-term incentive remuneration that encourages the enhancement of corporate value over the medium to long term.

Performance-linked remuneration and the granting of shares as long-term incentive remuneration vary according to business performance and individual evaluations, and there may be fiscal years in which they are not awarded.

For Outside Directors and Audit & Supervisory Board Members, remuneration consists of basic remuneration only, in view of the importance placed on their supervisory and auditing functions from an independent standpoint.

Eligible	Remuneration component	Maximum remuneration	Overview
Directors (excluding Outside Directors)	Basic remuneration	¥1.1 billion per year * Includes remuneration for Outside Directors	The amount is determined as fixed monthly remuneration, taking into account each Director's role and position, market levels, and other factors.
	Performance-linked remuneration (bonuses)		To heighten motivation to contribute to the Company's performance in each consolidated fiscal year, the amount for each Director is determined by comprehensively taking into account consolidated ordinary income, dividends, and other factors for that consolidated fiscal year, and is paid annually as a bonus.
	Long-term incentive remuneration (restricted stock)	¥850 million per year	To heighten motivation to contribute to medium- to long-term performance and the enhancement of corporate value, the number of shares to be granted is determined on the basis of individual evaluations, and restricted stock is granted annually.
Outside Directors	Basic remuneration	¥80 million per year	The amount is determined as fixed monthly remuneration, taking into account each Director's role and position, market levels, and other factors.
Audit & Supervisory Board Members	Basic remuneration	¥80 million per year	The amount is determined as fixed monthly remuneration through consultation among the Audit & Supervisory Board Members.

Method for Determining Remuneration for Individual Directors

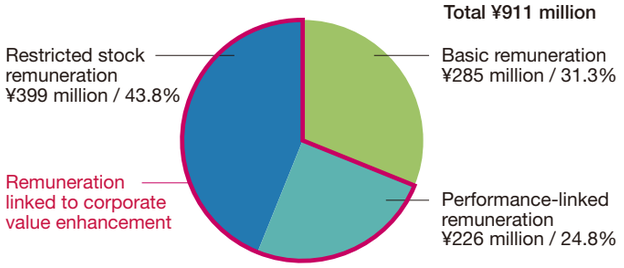
Remuneration for individual Directors and other matters relating to remuneration are determined with the approval of the Nomination and Remuneration Committee. For long-term incentive remuneration, in addition to the Committee's decision, the Board of Directors adopts a resolution on the issuance of the shares.

Clawback Provision for Officers' Remuneration

In the event of serious misconduct or a violation by a Director, the Company may forfeit or demand the return of that officer's remuneration, including beneficial interests therein.

Remuneration of Inside Directors (FY2025)

FY2025 Actual Remuneration Composition (Excluding Outside Directors)

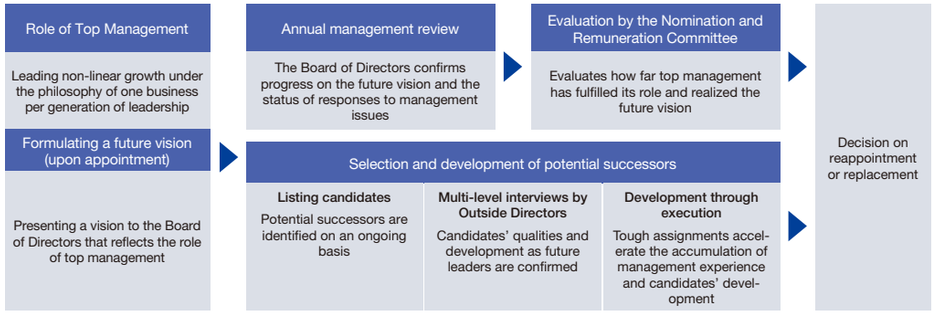


Performance-linked remuneration and restricted stock remuneration together account for approximately 70% of the total, giving a remuneration structure that emphasizes linkage to the enhancement of corporate value.

* On an actual basis. These are not standard ratios or maximum ratios.
* Actual officers' remuneration in the Annual Securities Report and similar disclosures includes stock option remuneration; it is excluded here in order to show the remuneration composition under the current system.

Approach to the Appointment and Succession of Top Management

To achieve sustainable growth and enhance corporate value, the MISUMI Group positions the appointment and succession of top management as an important corporate governance issue. Centered on the Nomination and Remuneration Committee, the Group continuously evaluates top management and advances the selection and development of potential successors, thereby operating a mechanism for appointment and succession that is objective, sound, transparent, and effective.



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Sustainability Committee

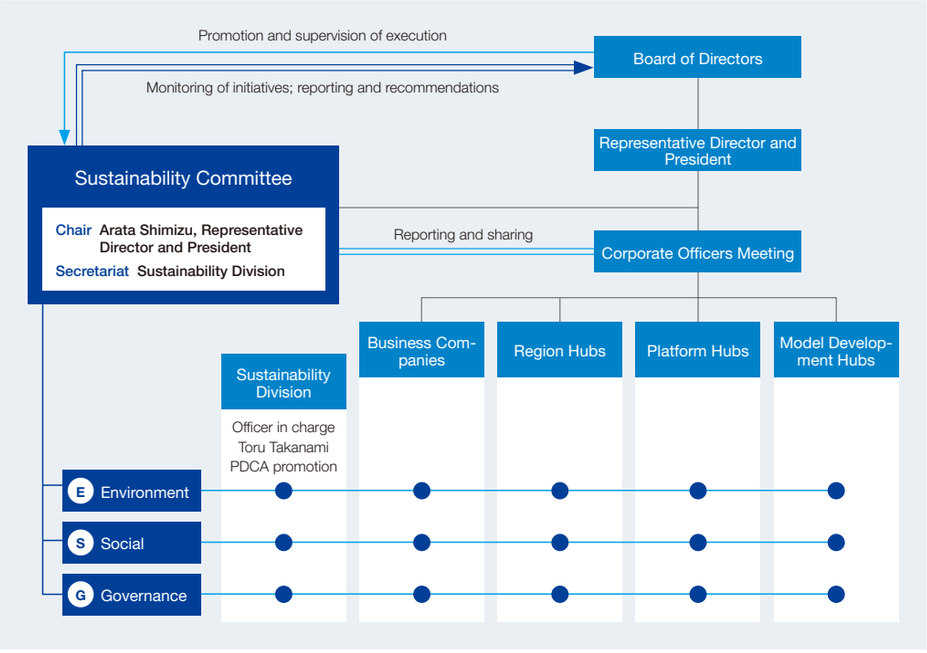
Positioning of the Sustainability Committee

To further strengthen its sustainability initiatives, MISUMI Group Inc. has established the Sustainability Committee, chaired by the Representative Director and President.

The Committee formulates the Company's Sustainability Basic Policy, reviews management plans and management policies, promotes initiatives addressing social issues, and reports and makes recommendations to the Board of Directors.

To promote sustainability management across the entire Group, the Sustainability Committee appoints an officer responsible for promoting sustainability, under the supervision of the Board of Directors. Working with the Business Companies, Region Hubs, Platform Hubs, and Model Development Hubs, which are the Group's execution organizations, it sets targets relating to environmental, social, and governance (ESG) matters, monitors the status of progress, conducts evaluations, and continues to develop these initiatives.

Sustainability Management Structure



Overview and Results of Sustainability Committee Meetings

[Legend]
- ● Deliberation
- ◆ Decision
- ▲ Reporting and progress confirmation

	Key Themes	FY2021–FY2022 (Meetings held: 11)	FY2023–FY2024 (Meetings held: 11)	FY2025 (Meetings held: 5)
1	Policies and Targets	[Agenda] Various policies and targets ●◆ [Results] Following deliberation, approved the Sustainability Basic Policy, TCFD disclosures, and GHG emissions reduction targets.	[Agenda] Expansion of sustainability in the supply chain ●◆ [Results] Approved advancing sustainability improvement activities in the supply chain and the calculation of GHG emissions of major suppliers.	[Agenda] Direction of the Company's sustainability response in light of global trends ▲●◆ [Results] In light of trends at other companies and the views of experts, judged the Company's direction to be appropriate and confirmed its continued advancement. [Agenda] Environmental Policy and Responsible Minerals Policy ▲◆ [Results] Approved the establishment of the above policies.
2	Information Disclosure	[Agenda] Policy for responding to external evaluation agencies ●◆ [Results] Shared evaluation results with management and launched improvement activities.	[Agenda] Fuller disclosure items (human capital, corporate governance) and analysis of external agency evaluations ▲●◆ [Results] Decided on the above disclosures, expanded the number of external evaluation agencies addressed, and improved evaluation results from evaluation agencies (progress confirmed).	[Agenda] Analysis of external evaluation agencies ▲ [Results] Improved evaluation results from evaluation agencies (progress confirmed).
3	Climate Change Response and Carbon Neutrality	[Agenda] Calculation results for GHG emissions (Scope 1–3) and reduction measures ●◆ [Results] Approved the GHG emissions figures and the implementation of reduction measures, equivalent to a reduction of more than 60% in Scope 1 and 2.	[Agenda] Progress in reducing GHG emissions ▲ [Results] Updated the Scope 3 calculation method to reflect actual figures from major suppliers; Scope 3 fell 6.8% to 11% against FY2022 (progress confirmed).	[Agenda] Progress in reducing GHG emissions ▲ [Results] Reduced GHG Scope 1 and 2 by more than 70% against FY2020, owing to an increase in solar power generation and other measures (progress confirmed).
4	Supply Chain Management	[Agenda] Sustainable Procurement Guidelines ●◆ [Results] Established the Sustainable Procurement Guidelines and launched supplier-related sustainability activities through efforts to embed and raise awareness of the guidelines among suppliers.	[Agenda] Supply chain management ▲●◆ [Results] Completed corrective action for suppliers with identified issues and completed the calculation of GHG emissions of major suppliers (progress confirmed).	[Agenda] Proposed update to the Sustainable Procurement Guidelines ◆ [Results] Added targets and responsible departments to the Sustainable Procurement Guidelines.
5	Materiality	—	[Agenda] Proposed revision of materiality ● [Response] Discussed the proposed revision of materiality.	[Agenda] Proposed revision of materiality ●◆ [Results] Approved the proposed revision of materiality.
6	Other	[Agenda] Sustainability training for officers [Results] Promoted greater understanding of sustainability among management.	[Agenda] Carbon footprint and response to European CBAM and EUDR ●◆ [Results] Completed trial calculation of the carbon footprint of the Company's products. Decided on the approach and company-wide structure for responding to European CBAM and EUDR.	—

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Risk Management

Establishment of the Risk Management Committee

The MISUMI Group is strengthening enterprise risk management (ERM) in order to achieve sustainable growth and enhance corporate value. In FY2025, the Group conducted a risk assessment covering the entire MISUMI Group and identified priority risks in light of changes in the business environment. Based on those results, in May 2026 the Group established the Risk Management Committee (RMC) to advance risk management activities on a continuous and organized basis.

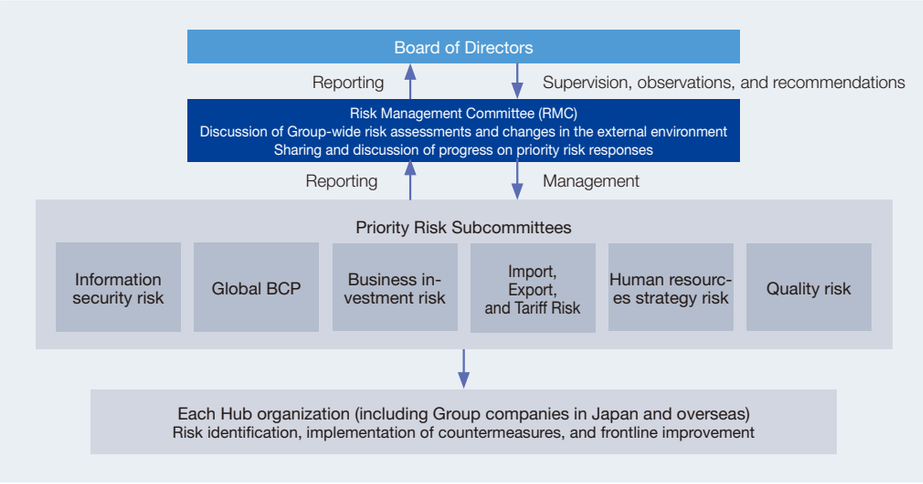
The RMC is chaired by the Representative Director and President, with a Senior Executive Corporate Officer designated by the Chair serving as Vice Chair, and the officers responsible for each priority risk serving as members. The RMC discusses Group-wide risk assessments and changes in the external environment, and regularly monitors the status of responses to priority risks, including information security and cybersecurity. It also holds joint meetings with the Board of Directors three to four times a year to report on and discuss the status of risk responses, thereby strengthening the supervisory function of the Board.

Addressing Priority Risks

In light of the results of the risk assessment and changes in the external environment, the Group has designated the following six priority risks for FY2026. For each priority risk, the Group appoints a responsible officer and establishes a subcommittee under the RMC, which sets activity themes and KPIs and advances the response.

- Information security risk (cybersecurity, including AI)
- Global BCP (business continuity)
- Business investment risk
- Import, export, and tariff risk
- Human resources strategy risk
- Quality risk

Risk Management Structure



The following introduces the principal initiatives among the priority risks for FY2026.

Information Security Risk

As the use of AI expands and cyberattacks grow more sophisticated, the importance of information security is rising year by year. The MISUMI Group recognizes information security risk as one of its key management risks and is working to strengthen cybersecurity and AI governance.

In FY2026, the Group conducted an external security assessment and, with a view to further strengthening security, is reviewing and upgrading the recommendations received.

Recognizing that cybersecurity measures are constantly being updated and that nothing is absolute, we work to raise our level of security by continuing online education and targeted-email attack drills worldwide, and we are strengthening our monitoring and initial-response structure in preparation for unforeseen events.

In addition, to address risks accompanying the use of AI, such as information leakage, infringement of intellectual property rights, and the generation of inaccurate information, the Group established the Global AI Guidelines in September 2026, seeking to achieve both appropriate risk management and the promotion of AI use.

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Management Foundation | Risk Management

Global BCP

Amid the growing likelihood of geopolitical risks and large-scale natural disasters, the MISUMI Group is advancing the establishment of a global supply continuity structure as a priority issue. Japan, China, and Vietnam are positioned as our principal supply bases, and we are advancing preparatory countermeasures based on assumed disaster scenarios for each.

In FY2026 in particular, assuming natural disaster risk and geopolitical risk as material risks in the supply chain, we are developing alternative supply structures, alternative export structures, and business continuity operations. We also conduct BCP drills continuously in Japan and overseas, aiming to achieve both securing the safety of employees and fulfilling our supply responsibility to the maximum extent, even in an emergency.

Business Investment Risk

To achieve sustainable growth and strengthen competitiveness, the MISUMI Group invests in a wide range of areas, including new businesses, IT infrastructure, logistics and production facilities, and M&A and alliances. At the same time, these investments carry risks such as changes in market conditions and technology trends, failure to achieve the expected investment returns, and project delays or suspensions.

On this understanding, from FY2026 we have designated business investment risk as a priority risk and are working to strengthen our response capabilities. We involve specialists with legal and financial expertise from the early stages of investment projects to evaluate business viability, financial impact, legal risk, and other factors from multiple perspectives, and we are upgrading our investment decision-making process through post-investment monitoring.

Going forward, by raising the probability of success of growth investment and strengthening governance, we will continue to aim for the optimal allocation of management resources and the sustained enhancement of corporate value.

Import, Export, and Tariff Risk

The MISUMI Group conducts business through global supply and sales networks and is affected by import and export regulations, security export controls, tariff policies, and similar measures in each country. In recent years, rising geopolitical tensions and changes in national trade policies have increased uncertainty in the environment surrounding global supply chains.

On this understanding, from FY2026 we have designated import, export, and tariff risk as a priority risk and are strengthening our management structure. In addition to monitoring laws and regulations and tariff trends in each country, we are advancing the development of our trade compliance structure, the upgrading of rules-of-origin management, and analysis of impacts on the supply chain.

We are also advancing initiatives that take our response to import, export, and tariff matters beyond mere legal compliance, using free trade agreements (FTAs) and optimizing the supply chain to bring our tariff burden to an appropriate level and to enhance the competitiveness of our supply network. By strengthening our ability to adapt to a changing trade environment, we aim to achieve stable supply to customers and sustainable growth.

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Internal Control

Development and Operation of the Internal Control System

The MISUMI Group has established a Three Lines Model (first line of defense: business execution divisions; second line of defense: risk management divisions; and third line of defense: the Internal Audit Department) as its internal control framework and continues to strengthen this framework. The Board of Directors resolved to revise the Basic Policy on the Internal Control System at its meeting held on October 17, 2024, pursuant to Article 362, Paragraph 4, Item 6 of the Companies Act and Article 100, Paragraphs 1 and 3 of the Ordinance for Enforcement of the Companies Act.

The Group's principal initiatives in FY2025 were as follows.

Basic Policy on the Internal Control System

- The Company has established internal regulations governing information security, information systems, trade secrets, and personal information. The responsible departments implement appropriate measures in accordance with these regulations.
- The Group periodically conducts comprehensive risk assessments covering business operations, information management, finance, human resources and labor, legal affairs, and other areas at its major offices and operating locations, and reports the results to the Board of Directors. During the fiscal year under review, the Group conducted a risk assessment in January 2026 and reported the results to the Board of Directors in March 2026.
- The Group clearly designates the divisions responsible for managing significant risks and implements appropriate mitigation measures. As part of these efforts, the Group has established a business continuity plan (BCP) to prepare for disasters and geopolitical risks.
- The Company held 14 Board of Directors meetings. The Board of Directors and the Corporate Officers Meeting made important decisions concerning the Group and appropriately fulfilled their roles in monitoring business execution and providing oversight and guidance to the Business Companies, Region Hubs, Platform Hubs, Model Development Hubs, and subsidiaries.
- The Group conducts compliance and legal training at its principal locations. Through these programs, the Group promotes awareness and understanding of the MISUMI Group Codes of Conduct and compliance with applicable laws and regulations.
- The Group has established and appropriately operates an Internal Whistleblowing System covering the entire MISUMI Group.
- In preparing its audit plan, the Internal Audit Department conducts an annual risk assessment of domestic and overseas subsidiaries and reports the results to the Board of Directors. Based on the audit plan, the department conducts operational audits of domestic and overseas subsidiaries, monitors the development and effectiveness of the Internal Control System, and regularly reviews progress in addressing identified issues.
- The Group continues to strengthen the audit environment for the Audit & Supervisory Board Members and the Audit & Supervisory Board. These efforts include expanding opportunities for meetings with Directors, including Outside Directors; strengthening coordination with the Group's administrative divisions and other relevant functions; expanding opportunities for meetings with Supervising Officers and Corporate Officers; and enhancing the support structure for Audit & Supervisory Board Members.

Supervision through the Internal Control System and Evaluation and Audit of Its Effectiveness

By resolution of the Board of Directors, the Group has established systems to ensure that the execution of duties complies with laws, regulations, and the Articles of Incorporation, as well as systems to otherwise ensure the appropriateness and effectiveness of its operations. Collectively, these systems constitute the Group's Internal Control System.

Based on these activities, the Audit & Supervisory Board evaluates and audits the operation of the Internal Control System.

Each year, the Internal Audit Department selects approximately ten locations and organizations for audit and conducts audits to determine whether operations at those locations are carried out appropriately and in accordance with applicable laws and internal rules.

In addition, under the direction of the Representative Director, the corporate functions identify and mitigate risks within their respective areas of responsibility, thereby enhancing the effectiveness of the Internal Control System.

Management Foundation

Ethics and Compliance

Codes of Conduct

The MISUMI Group has established its Codes of Conduct based on its Aspiration, Value Proposition, and Mission, which underpin Growth Chain-reaction Aspired Management, as well as global societal expectations, including the principles of the United Nations Global Compact. The conduct expected of the Group as a corporate entity is set forth in the Corporate Code of Conduct, while the conduct expected of each officer and employee is set forth in the Employee Code of Conduct.

Codes of Conduct

Compliance Promotion Framework

Under the supervision of the Board of Directors, the MISUMI Group promotes ethics and compliance initiatives across the Group on a global basis under the leadership of the Corporate Officer responsible for legal affairs and compliance, in coordination with the Legal, Human Resources, and Internal Audit divisions. Issues identified in each business and region, together with the status of related activities, are regularly shared and reported. This enables the prevention, early detection, and prompt correction of compliance-related issues across the Group.

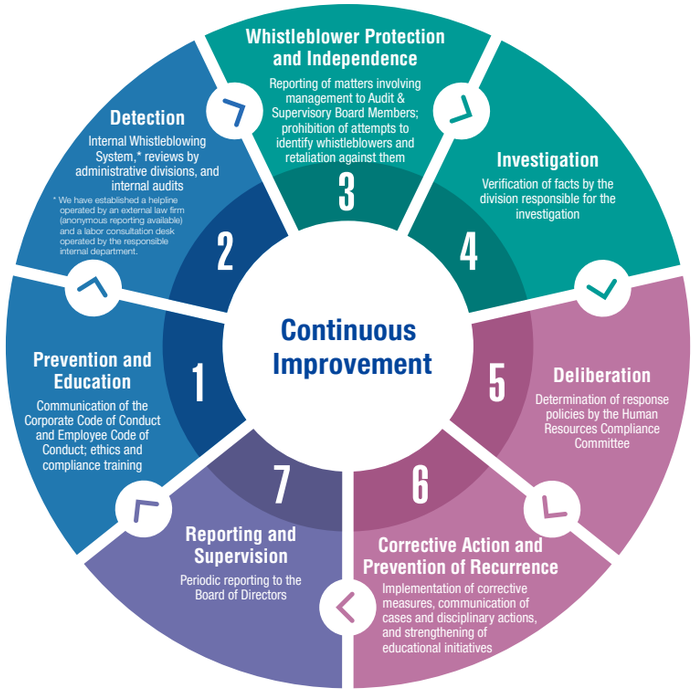


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Process from Detection through Corrective Action and Prevention of Recurrence

The MISUMI Group works to prevent compliance risks before they arise by promoting awareness of its Codes of Conduct and providing regular ethics and compliance education. The Group also uses multiple channels, including the Internal Whistleblowing System, consultation channels, internal audits, and monitoring by the Legal Division, to identify issues at an early stage and address them through investigation, corrective action, and measures to prevent recurrence. Under the Internal Whistleblowing System, the Group takes thorough measures to protect whistleblowers and ensure their anonymity. The Group has also established a mechanism that allows matters involving management to be reported directly to Audit & Supervisory Board Members, thereby helping ensure the independence and effectiveness of the system. Significant matters are reported to the Board of Directors to ensure ongoing oversight and continuous improvement.



Principal Compliance Training

As a general rule, the MISUMI Group provides various compliance training programs annually to all employees. The principal training programs are as follows.

- Business Ethics Training
- Information Security Training
- Harassment Prevention Training
- Accounting Compliance Training
- Trade Compliance Training

Ethics and Organizational Culture	Information Management and Security	Legal and Regulatory Compliance
Understanding the Codes of Conduct and maintaining a healthy workplace environment	Protecting information assets and raising security awareness	Strengthening the ability to address laws and regulations material to business operations
Business Ethics Training	Information Security Training	Accounting Compliance Training
Harassment Prevention Training		Trade Compliance Training

Trends in Reports and Consultations

The Group continuously monitors trends in reports and consultations and analyzes consultation trends to strengthen awareness-raising and educational initiatives, as well as measures to prevent recurrence. In FY2025, the Group received 62 reports and consultations. The principal categories were as follows.

- Harassment
- Information Management
- Violations of Regulations and Rules

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MISUMI Group Human Rights Policy

Human Rights Policy

The MISUMI Group regards respect for human rights as a fundamental principle of all its activities. Accordingly, it has established the MISUMI Group Human Rights Policy (the "Human Rights Policy") and strives at all times to conduct its management and activities in harmony with the international community. The Human Rights Policy identifies the human rights issues that the Group should address on a priority basis, and we are taking appropriate action as set out below.

Key Human Rights Issues

- We respect the fundamental human rights, individuality, and diversity of each person, and prohibit discrimination and harassment on the basis of race, nationality, gender, religion, beliefs, birth, age, sexual orientation, physical characteristics, physical or mental disability, or any similar grounds.
- We prohibit all forms of harassment that unjustly harm personal dignity, including sexual harassment, power harassment, and moral harassment.
- We recruit, develop, promote, and treat our people in ways that place importance on securing diversity in background, skills, gender, nationality, and other attributes, and on equal opportunity.
- We work to comply with the applicable laws and regulations of each region concerning working conditions, including wages, working hours, overtime hours, and employee benefits. Going beyond legal compliance, we also strive to develop a working environment in which our diverse employees feel safe and able to work with ease.
- We place importance on the physical and mental health of our employees and prevent long working hours.
- We respect the rights of our employees as workers, including freedom of association.
- We prohibit child labor and forced labor of any kind.

The Group applies the Human Rights Policy to all of its officers and employees. We also expect our business partners, including Sourcing Partners, to understand and support the policy, and we encourage them to respect it. As due diligence in implementation, we assess and identify human rights risks not only within the Group but also among our business partners, and implement measures to prevent and mitigate those risks. In terms of communication, we provide education and thorough awareness-raising for all Group employees, and engage in appropriate information disclosure and dialogue with stakeholders.

MISUMI Group Human Rights Policy

Zero Tolerance for Harassment

In 2017, the MISUMI Group adopted the Zero Tolerance for Harassment Declaration, which states that no form of harassment is tolerated within the MISUMI Group, and we have worked continuously since then to eradicate harassment. We are actively advancing initiatives toward Zero Tolerance for Harassment, centered on regular compliance training for all employees worldwide, a complete revision of our Corporate Code of Conduct and Employee Code of Conduct and their rollout across the Group, and the development of our internal reporting system together with global awareness-raising. At the same time, recognizing that we have not yet eliminated Harassment, we will further strengthen education, preventive measures, and response measures aimed at eradicating it. We also disclose information on our Internal Whistleblowing System and our consultation channels at all times, so that harassment neither goes unseen nor is concealed.

Provisions Outlined in the Zero Tolerance for Harassment Declaration

- Declaration prohibiting harassment
- Types and specific examples of prohibited harassment, including power harassment; sexual harassment; harassment relating to pregnancy, childbirth, childcare, and family care; recruitment-related harassment; and customer harassment
- Establishment of consultation channels and protection of those who seek consultation
- Investigations and measures implemented following consultation

Zero Tolerance for Harassment Declaration

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Dialogue and Co-creation with Our Stakeholders

Through repeated dialogue with our stakeholders, the MISUMI Group will co-create social value through its business and contribute to the sustainable development of society.

Status of Dialogue Activities

Dialogue with Analysts and Institutional Investors	Aiming to build long-term partnerships with institutional investors, we engage in dialogue actively. Senior management and the departments responsible exchange views directly with shareholders and investors, and in FY2025 we held 537 dialogues.
Dialogue with Suppliers	We provide explanations to Suppliers and hear their views on our sustainability initiatives and on efforts to reduce greenhouse gas (GHG) emissions, and we request compliance with related matters and the provision of data.
Dialogue with Employees	To deepen mutual understanding between the Company and its employees, we hold the Management Forum, at which top management speaks directly with employees, and share management issues and strategies. In 2025, in conjunction with reforms to our management system and organization, we strengthened dialogue with senior leaders and middle management. We also conduct regular surveys on employee engagement and on our systems and initiatives, and use them to identify issues and make improvements. • Example surveys: satisfaction with the Next Challenge Program, and surveys on willingness to take on challenges and the sense of personal growth Since the transition to the new management structure in April 2026, we have also continued to provide occasions for the President and small groups of employees to exchange views candidly.
Dialogue with Local Communities	As part of a career education program at Shizuoka University, we held an Open Factory for junior high school students. Participants experienced and observed our in-house developed mevy production line, automation equipment, and Monozukuri using 3D CAD and 3D printers. The event provided an opportunity to deepen their understanding of digital technologies, the appeal of the manufacturing industry, and working in their local community.

FY2025 Results

Target	Key Activities	Status
Analysts and Institutional Investors	Meetings with analysts and institutional investors	537
	Group meetings	18
	ESG and engagement meetings	5
	Overseas IR (meetings for overseas institutional investors)	27
	Conferences hosted by securities firms	74
	Financial results briefings	4
Suppliers (product suppliers)	Briefings on sustainability initiatives	1
	Briefings on greenhouse gas reduction	3
Employees	Management Forum	June (company-wide), plus sessions held by each organization as the occasion arises
	Engagement and systems surveys	5 in total, by theme
Local Communities and Society	Held an Open Factory	1

Examples of Engagement Initiatives with Investors and Other Stakeholders

Investment Firm	Investor Views	Our Response
Fukoku Capital Management	Called for materiality that is distinctive and directly linked to corporate value, for substantive and diverse governance, and for stronger constructive dialogue with investors	Set out a policy of advancing a review of materiality and continuing to improve corporate governance and to engage in dialogue with investors
GAM Investment Management	Called for the validity of the 2030 and 2050 reduction targets, data assurance and reporting systems, and management of risks arising from dependence on AI	Set out a policy of maintaining the existing targets while advancing consideration of compliance with SSBJ standards, and of reducing dependency risk by building redundancy into our AI infrastructure
Sustainalytics	Called for material risks to be reported to management, targets to be set for suppliers, a transition to primary data, and responses to external evaluation agencies	Set out a policy of strengthening cooperation between committees and business divisions and of advancing supplier visibility and the transition to primary data
Meiji Yasuda Asset Management	Called for responses to natural capital and cybersecurity, recruitment and securing of talent, and constructive discussion by the Board of Directors	Set out a policy of strengthening risk management for procurement and business continuity, strengthening cybersecurity measures and business continuity plans, and improving the quality of Board discussions
Citigroup Global Markets Japan	Investors called for specific disclosure on the scale of sales in the data center-related business in China, the end-market composition of Fictiv, the outlook for the next fiscal year, and the medium-term management plan	In response to requests for detailed business and financial disclosure commensurate with investors' high level of understanding, indicated that we would strengthen the information provided going forward
Asset Management One	Raised the decline in growth expectations accompanying the fall in PBR, and called for disclosure of KPIs for each material issue, a global engagement survey, greater supply chain resilience, and Board effectiveness evaluation, succession planning, and linkage of officers' remuneration	Set out a policy of making disclosure more specific, advancing consideration of global initiatives, and clarifying our approach to Board effectiveness evaluation and performance-linked remuneration

Developing the Next Generation of Monozukuri Talent: A Circle of Support Expanding Globally

MISUMI is working to develop the next generation of Monozukuri talent. In the United States, through the MISUMI Americas University Program, we work with 51 universities in mechanical engineering fields, supporting manufacturing and design education. In Vietnam, we host the MISUMI Award, a technical competition for university students and others. In Japan, under Student Monozukuri Support, we provide mechanical components to student organizations and research activities. We also conduct social contribution activities in Taiwan, India, China, and Europe, and we will continue to expand this support going forward.



MISUMI Award 2026 (automation equipment design competition) awards ceremony (Ho Chi Minh City, Vietnam)

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