

Please note that the following is an unofficial English translation of the Japanese original text of the Notice of Convocation of the 124th Ordinary General Meeting of Shareholders of Akebono Brake Industry Co., Ltd. The Company provides this translation for reference purposes only and without any warranty as to its accuracy or otherwise. In the event of any discrepancy between this translation and the Japanese original, the latter shall prevail.

Securities Code: 7238

June 5, 2025

(Measures for Electronic Provision commencement date: May 30, 2025)

To Shareholders with Voting Rights

Akebono Brake Industry Co., Ltd.
5F, PMO Nihonbashi Muromachi, 1-13-7,
Nihonbashi Muromachi, Chuo-ku, Tokyo
President & CEO
Hiroshi Nagaoka

NOTICE OF CONVOCAION OF THE 124TH ORDINARY GENERAL MEETING OF SHAREHOLDERS

Akebono Brake Industry Co., Ltd. (the “Company”) now announces and cordially invites you to attend the 124th Ordinary General Meeting of Shareholders, to be held as set forth below.

In convening this Ordinary General Meeting of Shareholders, the Company has taken measures for electronic provision, and the matters subject to the Measures for Electronic Provision are posted on the following website.

[Company’s website]

https://www.akebono-brake.com/english/ir/shareholder_stock/meeting.html

In addition to the above website, matters subject to the Measures for Electronic Provision are also posted on the website of the Tokyo Stock Exchange (TSE). Please access the TSE website (Listed Company Search) below, enter and search for “Akebono Brake Industry” in the “Issue name (company name)” field or “7238” in the “Code” field, and check the information posted upon selecting “Basic information,” “Documents for public inspection/PR information,” and “Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting.”

[TSE website (Listed Company Search)]

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

You can exercise your voting rights by mail or via the Internet instead of attending the meeting. Please exercise your voting rights after reading the “Reference Documents for the General Meeting of Shareholders” contained in the matters subject to the Measures for Electronic Provision by 5:40 p.m. on Tuesday, June 24, 2025 (JST).

1. Date and Time	Wednesday, June 25, 2025 at 10:00 a.m. Reception will open at 9:00 a.m. (JST)
2. Place	Conference Hall, Ai-City (Headquarters), Akebono Brake Industry Co., Ltd., 5-4-71, Higashi, Hanyu City, Saitama
3. Purpose of the Meeting	
Matters to be Reported	
	(1) Business Report and Consolidated Financial Statements, as well as Results of the Audits of the Consolidated Financial Statements by the Independent Auditor and the Audit & Supervisory Committee for the 129th Business Term (From April 1, 2024 to March 31, 2025)
	(2) Non-Consolidated Financial Statements for the 129th Business Term (From April 1, 2024 to March 31, 2025)
Matters to be Resolved	
Proposal No. 1:	Election of Four (4) Directors (excluding Directors who are Audit & Supervisory Committee Members)
Proposal No. 2:	Election of Three (3) Directors who are Audit & Supervisory Committee Members
Proposal No. 3:	Election of One (1) Substitute Director who is an Audit & Supervisory Committee Member

- Should any revisions be made to the matters subject to the Measures for Electronic Provision, they will be posted on each website listed above.

Decisions for the convocation

- (1) Should voting rights be exercised in duplicate both in writing and via electronic means (the Internet, etc.), the exercise via electronic means (the Internet, etc.) shall be deemed valid. If voting rights are exercised multiple times via electronic means (the Internet, etc.), the last exercise of voting rights shall be deemed valid.
- (2) Should your agreement or disagreement with the proposal not be indicated in the returned Voting Rights Exercise Form, it will be deemed as an indication of an “agreement” to the proposals of the Company.

Exercise of Voting Rights

The right to vote is an important right that allows the shareholders to participate in the management of the Company. We ask that shareholders exercise their voting rights after referring to the “Reference Documents for the General Meeting of Shareholders” contained in matters subject to the Measures for Electronic Provision.

Shareholders who will not attend the meeting

If you are unable to attend the meeting, you can exercise your voting rights by mail or via the Internet.

Exercising Voting Rights by Mail

Please indicate your agreement or disagreement with the proposal on the enclosed Voting Rights Exercise Form and send it by mail to the Company. Please note that no indication of agreement or disagreement with the proposal shall be deemed to be an indication of “agreement” to the proposals of the Company.

Deadline for Exercising Voting Rights: To arrive no later than 5:40 p.m. on Tuesday, June 24, 2025 (JST)

Exercising Voting Rights via the Internet

Please access the site for exercising voting rights (<https://soukai.mizuho-tb.co.jp/>) from your computer or smartphone and enter your vote for the proposal following instructions on screen.

Deadline for Exercising Voting Rights: No later than 5:40 p.m. on Tuesday, June 24, 2025 (JST)

Shareholders who will attend the meeting

When you attend the meeting, you are requested to present the enclosed Voting Rights Exercise Form at the reception desk upon arrival at the meeting.

* Attending the meeting by proxy

When shareholders exercise their voting rights by proxy, those voting rights may be exercised by one other shareholder who possesses voting rights of the Company. In such a case, however, it is a condition that either the Voting Rights Exercise Form, or a document that can provide proof of identity (copy of certificate of seal impression, driver’s license, etc.) be submitted together with a letter of consent that contains the signature or sealed by the entrusting shareholder.

Date and Time: Wednesday, June 25, 2025, at 10:00 a.m. (JST)

REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS

Proposals and Reference Matters

Proposal No. 1: Election of Four (4) Directors (excluding Directors who are Audit & Supervisory Committee Members)

The term of office of Directors Hiroshi Nagaoka, Masaaki Ando, and Takashi Komagata will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes to increase the number of Directors by one (1) and elect four (4) Directors, to strengthen the management structure.

The details of the candidates for Director are as follows:

No.	Name (Date of Birth)	Career Summary, Assignments and Positions in the Company, and Significant Concurrent Positions	Number of the Company's Shares Held
1	 Hiroshi Nagaoka (March 16, 1962) Reelection Attendance at meetings of the Board of Directors 3/3 (100%)	April 1986 Joined Nissan Motor Co., Ltd. April 2014 Senior Vice President, Alliance Global Director, Customer Performance & CAE, Test Engineering, Nissan Motor Co., Ltd. April 2018 Senior Vice President, Alliance Global VP, Customer Performance & CAE, Test Engineering, Nissan Motor Co., Ltd. April 2019 Senior Vice President (Engineering), Mitsubishi Motors Corporation June 2019 Executive Officer, Senior Vice President (Engineering), Mitsubishi Motors Corporation December 2019 Executive Officer, Senior Vice President (Assistant to COO and Engineering), Mitsubishi Motors Corporation February 2020 Representative Executive Officer (Co-COO and Engineering), Mitsubishi Motors Corporation April 2021 Representative Executive Officer, Executive Vice President (Craftsmanship (<i>Monozukuri</i>)), Mitsubishi Motors Corporation April 2023 Representative Executive Officer, Executive Vice President (Engineering/Product Strategy/TCS/Design), Mitsubishi Motors Corporation November 2024 Part-Time Advisor, Japan Industrial Solutions Co., Ltd. (Current) January 2025 Executive Officer (Current) President & CEO, the Company (Current) Chairman, Akebono Brake Corporation (Current) February 2025 Representative Director, the Company (Current) [Assignments in the Company] CEO [Significant Concurrent Positions] Chairman, Akebono Brake Corporation Part-Time Advisor, Japan Industrial Solutions Co., Ltd.	Common shares: 0
[Reason for selecting Mr. Hiroshi Nagaoka as the candidate for Director] Mr. Nagaoka has 38 years of manufacturing experience, mainly in product planning and development at major automobile companies, as well as extensive domestic and overseas management experience. Considering this background, as Mr. Nagaoka is the best person who is capable of leading the expansion of the business turnaround and future growth of the Company, the Company has judged that he can continue contributing to the enhancement of corporate value of the Company and nominates him as the candidate for Director.			

[Translation for Reference Purposes Only]

No.	Name (Date of Birth)	Career Summary, Assignments and Positions in the Company, and Significant Concurrent Positions	Number of the Company's Shares Held
2	 Masaaki Ando (May 13, 1965) Reelection Attendance at meetings of the Board of Directors 18/18 (100%)	October 1988 Joined the Company July 2003 President, Ambrake Corporation (currently: Akebono Brake Corporation) January 2005 Supervision, Automotive Sales Division, the Company January 2007 Executive Officer Supervision of Automotive Sales Groups 1, 2 & 3, Automotive Sales Division, the Company January 2010 EVP & OE /AM Sales, Akebono Brake Corporation July 2018 Global Key Account Executive, Continental Automotive Corporation (Japan) August 2020 Executive Officer (Current) Head of the Global Sales Division, the Company April 2022 Head of the Automotive Sales Division, the Company July 2022 CMO Responsible for China Operations, the Company Chairman, Akebono Corporation (Guangzhou) (Current) Chairman, Akebono Corporation (Suzhou) (Current) April 2023 In charge, Aftermarket Division In charge, Infrastructure & Mobility Systems (AIMS) Division, the Company June 2023 Director, the Company (Current) April 2024 COO, the Company (Current) April 2025 Head of the Automotive Sales Division, the Company (Current) [Assignments in the Company] COO Head of the Automotive Sales Division [Significant Concurrent Positions] Chairman, Akebono Corporation (Guangzhou) Chairman, Akebono Corporation (Suzhou)	Common shares: 0
[Reason for selecting Mr. Masaaki Ando as the candidate for Director] Mr. Ando joined the Company in 1988 and has made achievements mainly in the automotive sales and overseas business fields. He has abundant global experience, including his service as the President at the Company's U.S. subsidiary, and possesses a strong network of customer connections. In addition, after serving as a Global Key Account Executive at Continental Automotive Corporation (Japan) for about two years from July 2018, he has executed the Business Turnaround Plan as an Executive Officer of the Company since August 2020. As he was appointed Director in June 2023 and is now leading the business of the Company as COO, the Company has judged that he can continue to contribute to the expansion of the business and enhancement of corporate value of the Company and nominates him as a candidate for Director.			

[Translation for Reference Purposes Only]

No.	Name (Date of Birth)	Career Summary and Significant Concurrent Positions	Number of the Company's Shares Held
3	 Junichi Ebisuno (August 24, 1982) New Election	April 2006 Joined Shin Nihon Kansa Hojin (currently: Ernst & Young ShinNihon LLC) August 2010 Joined GCA Savvian Corporation (currently: Houlihan Lokey, Inc.) October 2013 Joined Japan Industrial Solutions Co., Ltd. July 2018 Director, Japan Industrial Solutions Co., Ltd. July 2021 Managing Director, Japan Industrial Solutions Co., Ltd. (Current) [Significant Concurrent Positions] Managing Director, Japan Industrial Solutions Co., Ltd.	Common shares: 0
[Reason for selecting Mr. Junichi Ebisuno as the candidate for Director] After working in a major audit firm and an M&A advisory company, Mr. Ebisuno is currently working for Japan Industrial Solutions Co., Ltd., an investment fund management company. He has professional knowledge regarding finance and accounting as a certified public accountant and has insight and abundant experience in corporate management. The Company has judged that he can contribute to the business turnaround and the future growth of the Company and nominates him as a candidate for Director.			

No.	Name (Date of Birth)	Career Summary, Assignments and Positions in the Company, and Significant Concurrent Positions	Number of the Company's Shares Held
4	 Takashi Komagata (May 6, 1976) Reelection Outside Director Attendance at meetings of the Board of Directors 12/12 (100%)	April 1999 Joined Sumitomo Bank, Ltd. (currently: Sumitomo Mitsui Banking Corporation) October 2000 Joined Asahi Arthur Andersen Ltd. (currently: KPMG Consulting Co., Ltd.) November 2002 Joined Nomura Securities Co., Ltd. October 2006 Joined Morgan Stanley Japan Securities Co., Ltd. (currently: Morgan Stanley MUFG Securities Co., Ltd.) February 2009 Joined Marunouchi Capital Inc. May 2011 Director, Japan Industrial Solutions Co., Ltd. January 2015 Managing Director, Japan Industrial Solutions Co., Ltd. December 2019 Member of the Board (Current), Co-Head of Investment Division (Current), Japan Industrial Solutions Co., Ltd. December 2023 Outside Director, NIPPON CHEMI-CON CORPORATION (Current, scheduled to resign as of June 2025) June 2024 Outside Director, the Company (Current) [Significant Concurrent Positions] Member of the Board, Japan Industrial Solutions Co., Ltd. Outside Director, NIPPON CHEMI-CON CORPORATION	Common shares: 0
[Reason for selecting Mr. Takashi Komagata as the candidate for Outside Director and summary of expected roles] Mr. Komagata worked for major financial institutions and investment fund management companies and now serves as a Member of the Board and the Co-Head of the Investment Division at Japan Industrial Solutions Co., Ltd. As he has expertise and extensive experience in financial and corporate management, the Company expects him to provide advice and supervision on management with a view toward future growth of the Company and nominates him as a candidate for Outside Director.			

- Notes: 1. Mr. Hiroshi Nagaoka is a Part-Time-Advisor, Mr. Junichi Ebisuno is a Managing Director and Mr. Takashi Komagata is a Member of the Board of Japan Industrial Solutions Co., Ltd. and in relation to the issuance of Class A Shares, Japan Industrial Solutions Fund II, the General Partner of which is said company, entered into an investment agreement with the Company.
2. Mr. Masaaki Ando is the Chairman of Akebono Corporation (Guangzhou) and Akebono Corporation (Suzhou) in which the Company holds 70% of equity interests and there are transaction relationships such as sale of brake parts between both companies and the Company.

3. Mr. Takashi Komagata is a candidate for Outside Director.
4. Mr. Takashi Komagata is currently Outside Director of the Company and will have served as Outside Director for one (1) year as of the conclusion of this Ordinary General Meeting of Shareholders.
5. The candidates do not hold Class A shares of the Company.
6. The Company has entered into a directors and officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act. The said insurance will compensate for any legal damages and dispute costs arising in the event a claim for compensation of damages is made against the insured person during the term of the insurance due to an act taken by the insured person based on his or her position. If the proposal is approved, each candidate will be included as the insured person in the aforesaid insurance contract.
7. Mr. Takashi Komagata has entered into a contract limiting his liabilities with the Company and subject to approval of this proposal, the Company plans to continue the same contract. In addition, subject to approval of the election of Mr. Junichi Ebisuno, the Company plans to enter into a contract with him limiting his liabilities. Below is an overview of the details of that contract.
Effective after entering into these agreements, should a Director (excluding Executive Directors, etc.) bear any liability arising from his/her act or omission and such Director performed his/her duty in good faith and without gross negligence in relation to such act or omission, his/her liabilities shall be limited to an amount equal to the higher of ¥1 million or the minimum amount of his/her obligation as stipulated under Article 425, Paragraph 1 of the Companies Act.

Proposal No. 2: Election of Three (3) Directors who are Audit & Supervisory Committee Members

The terms of office of Directors who are Audit & Supervisory Committee Members, Hiroaki Tanji, Yuichi Hiromoto, Yosuke Mishiro and Shigeyuki Kawamoto will expire at the conclusion of this Ordinary General Meeting of Shareholders. Accordingly, the Company proposes the election of three (3) Directors who are Audit & Supervisory Committee Members. This proposal has already been approved by the Audit & Supervisory Committee.

The details of the candidates for Director who is an Audit & Supervisory Committee Member are as follows:

No.	Name (Date of Birth)	Career Summary, Assignments and Positions in the Company, and Significant Concurrent Positions	Number of the Company's Shares Held
1	 Hiroaki Tanji (July 31, 1952) Reelection Outside Director Independent Officer Attendance at meetings of the Board of Directors 18/18 (100%) Attendance at meetings of the Audit & Supervisory Committee 13/13 (100%)	April 1976 Joined DENKI KAGAKU KOGYO KABUSHIKI KAISHA (currently: Denka Company Limited) April 1992 Joined HOYA CORPORATION June 2000 Director, HOYA CORPORATION June 2006 Director, Corporate Executive Officer, Chief Technology Officer, HOYA CORPORATION June 2009 Corporate Executive Officer, in charge of Planning, HOYA CORPORATION September 2010 Management Advisor, Unison Capital, Inc. June 2012 Director, Vice President & Representative Corporate Executive Officer, Chief Financial Officer, ASAHI TEC CORPORATION June 2013 Director, President & Representative Corporate Executive Officer, Chief Executive Officer, ASAHI TEC CORPORATION June 2017 Chairman and Director, ASAHI TEC CORPORATION September 2019 Outside Director, the Company June 2021 Outside Director (Audit & Supervisory Committee Member), the Company (Current) June 2022 Outside Director (Audit & Supervisory Committee Member), MITSUBA Corporation (Current) [Significant Concurrent Positions] Outside Director (Audit & Supervisory Committee Member), MITSUBA Corporation	Common shares: 5,000
[Reason for selecting Mr. Hiroaki Tanji as the candidate for Outside Director who is an Audit & Supervisory Committee Member and summary of expected roles] Mr. Tanji served as the Director, Corporate Executive Officer and Chief Technology Officer of HOYA CORPORATION and the Director, President & Representative Corporate Executive Officer and Chief Executive Officer of ASAHI TEC CORPORATION. He was appointed as Outside Director of the Company in September 2019 and since June 2021, has served as Outside Director who is an Audit & Supervisory Committee Member. He has expertise and extensive experience in corporate management and currently serves as the Chairperson of the Director Nomination Advisory Committee and Director Compensation Advisory Committee which are advisory bodies of the Board of Directors of the Company. We expect that, towards the business turnaround and future growth of the Company, he will continue to provide advice and supervision on management from his independent and fair position and, thus, the Company nominates him as the candidate for Outside Director who is an Audit & Supervisory Committee Member.			

No.	Name (Date of Birth)	Career Summary, Assignments and Positions in the Company, and Significant Concurrent Positions	Number of the Company's Shares Held
2	 Shigeyuki Kawamoto (June 24, 1967) Reelection Outside Director Independent Officer Attendance at meetings of the Board of Directors 18/18 (100%) Attendance at meetings of the Audit & Supervisory Committee 13/13 (100%)	April 1998 Registered at Tokyo Bar Association October 2009 Executive Managing Director and Member of the Board, Enterprise Turnaround Initiative Corporation of Japan (currently: Regional Economy Vitalization Corporation of Japan) January 2013 Registered at Kyoto Bar Association Partner attorney, Karasuma Law Office June 2019 Outside Director (Audit and Supervisory Committee Member), TAKEBISHI CORPORATION (Current) June 2021 Outside Director (Audit & Supervisory Committee Member), the Company (Current) April 2022 Representative attorney at law, KAWAMOTO SOGO LAW OFFICES (Current) [Significant Concurrent Positions] Representative attorney at law, KAWAMOTO SOGO LAW OFFICES Outside Director (Audit and Supervisory Committee Member), TAKEBISHI CORPORATION	Common shares: 0
[Reason for selecting Mr. Shigeyuki Kawamoto as the candidate for Outside Director who is an Audit & Supervisory Committee Member and summary of expected roles] Mr. Kawamoto has contributed to a number of corporate restructurings as a member of companies such as the Enterprise Turnaround Initiative Corporation of Japan and has high expertise as an attorney at law as well as extensive knowledge related to management. He was appointed as Outside Director who is an Audit & Supervisory Committee Member of the Company in June 2021 and currently serves as a member of the Director Nomination Advisory Committee and Director Compensation Advisory Committee which are advisory bodies of the Board of Directors of the Company. We expect that, towards the business turnaround and future growth of the Company, he will continue to provide advice and supervision on management from his independent and fair position and, thus, the Company nominates him as the candidate for Outside Director who is an Audit & Supervisory Committee Member.			

No.	Name (Date of Birth)	Career Summary, Assignments and Positions in the Company, and Significant Concurrent Positions	Number of the Company's Shares Held
3	 Tomohiro Katayama (February 7, 1973) New Election Outside Director Independent Officer	April 1997 Assistant Judge, Tokyo District Court April 2003 Registered as attorney at law and joined HOMMA & PARTNERS October 2003 Registered as assistant certified public accountant and joined Chuo Aoyama Kansa Hojin May 2007 Registered as certified public accountant June 2016 Outside Audit & Supervisory Board Member, the Company March 2017 Founder Partner, Katayama Law and Accounting Firm (Current) July 2019 Outside Auditor, baby calendar Inc. (Current) July 2020 Retired as Outside Audit & Supervisory Board Member, the Company [Significant Concurrent Positions] Founder Partner, Katayama Law and Accounting Firm Outside Auditor, baby calendar Inc.	Common shares: 0
[Reason for selecting Mr. Tomohiro Katayama as the candidate for Outside Director who is an Audit & Supervisory Committee Member and summary of expected roles] Mr. Katayama is qualified as an attorney at law and a certified public accountant. He has many years of extensive experience and insight in the legal and corporate audit fields. He also served as Outside Audit & Supervisory Board Member of the Company from June 2016 to July 2020. The Company expects him to provide advice and supervision on management with a view toward future growth of the Company and nominates him as the candidate for Outside Director who is an Audit & Supervisory Committee Member. Although he has no direct experience in corporate management other than through outside officer, the Company has judged that he will perform his duties appropriately as Outside Director for the aforementioned reasons.			

- Notes: 1. Although the Company has entered into an advisor contract with Mr. Tomohiro Katayama, the annual advisory fee is 3 million yen or less, which is below the “Standard Regarding the Independence of Outside Officers” of the Company. There are no special interests between the other candidates and the Company.
2. Mr. Hiroaki Tanji, Mr. Shigeyuki Kawamoto and Mr. Tomohiro Katayama are the candidates for Outside Director. The Company registered Mr. Hiroaki Tanji and Mr. Shigeyuki Kawamoto as Independent Officers to the Tokyo Stock Exchange under the regulations of the said Exchange. If this proposal is approved and they are reappointed, they will continue to be Independent Officers. If the election of Mr. Tomohiro Katayama is approved, the Company plans to register him as Independent Officer to the said Exchange as under the regulations of the said Exchange.
3. Mr. Hiroaki Tanji and Mr. Shigeyuki Kawamoto are currently Outside Directors of the Company, and Mr. Hiroaki Tanji will have served as Outside Director for five (5) years and nine (9) months, and Mr. Shigeyuki Kawamoto will have served as Outside Director for four (4) years as of the conclusion of this Ordinary General Meeting of Shareholders. Also, Mr. Hiroaki Tanji and Mr. Shigeyuki Kawamoto will both have served for four (4) years as Outside Directors who are Audit & Supervisory Committee Members as of the conclusion of this Ordinary General Meeting of Shareholders.
4. The candidates do not hold Class A shares of the Company.
5. The Company has entered into a directors and officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act. The said insurance will compensate for any legal damages and dispute costs arising in the event a claim for compensation of damages is made against the insured person during the term of the insurance due to an act taken by the insured person based on his or her position. If the proposal is approved, each candidate is included as the insured person in the aforesaid insurance

contract subject to approval of this proposal.

6. Mr. Hiroaki Tanji and Mr. Shigeyuki Kawamoto have entered into a contract limiting their liabilities with the Company and subject to approval of this proposal, the Company plans to continue the same contract. In addition, subject to approval of the election of Mr. Tomohiro Katayama, the Company plans to enter into a contract with him limiting his liabilities. Below is an overview of the details of that contract.
Effective after entering into these agreements, should a Director (excluding Executive Directors, etc.) bear any liability arising from his/her act or omission and such Director performed his/her duty in good faith and without gross negligence in relation to such act or omission, his/her liabilities shall be limited to an amount equal to the higher of ¥1 million or the minimum amount of his/her obligation as stipulated under Article 425, Paragraph 1 of the Companies Act.

(Reference)

Skill Matrix of Directors (to be appointed) after this Ordinary General Meeting of Shareholders

The Company believes that the composition of the Board of Directors needs to be well-balanced with knowledge, experience, and abilities that will contribute to business turnarounds and to the enhancement of corporate value over the medium to long term. Accordingly, we have currently defined such knowledge, experience, and abilities as “Business Turnaround,” “Corporate Management,” “Industry Knowledge,” “Research and Development,” “*Monozukuri* (manufacturing excellence and quality),” “Sales and Purchasing” “Finance and Accounting,” “Legal, Governance and Compliance,” and “Global Experience.” The Company has appointed Inside Directors with industry knowledge and Outside Directors with a high level of expertise in their respective fields and experience in business turnaround. The knowledge, experience, and abilities of each Director are as follows.

Name	Position		Business Turnaround	Corporate Management	Industry Knowledge	Research and Development	Monozukuri (manufacturing excellence and quality)	Sales and Purchasing	Finance and Accounting	Legal/ Governance/ Compliance	Global Experience
Hiroshi Nagaoka	Representative Director, Executive Officer, President & CEO		•	•	•	•	•				•
Masaaki Ando	Director & Executive Officer				•		•	•			•
Junichi Ebisuno	Director	CPA	•	•	•				•		
Takashi Komagata	Outside Director		•	•	•				•		
Hiroaki Tanji	Outside Director, Audit & Supervisory Committee Member	Independent	•	•	•	•	•		•		•
Shigeyuki Kawamoto	Outside Director, Audit & Supervisory Committee Member	Independent /Attorney	•	•	•					•	
Tomohiro Katayama	Outside Director, Audit & Supervisory Committee Member	Independent / Attorney/ CPA	•		•				•	•	

* Business Turnaround and Corporate Management do not include experience in the Company’s group.

* The above table does not show all the knowledge, experience, and abilities of each Director.

Proposal No. 3: Election of One (1) Substitute Director who is an Audit & Supervisory Committee Member

The Company proposes the election of one (1) Substitute Director who is an Audit & Supervisory Committee Member in advance, just in case the Company is unable to meet the number of Directors who are Audit & Supervisory Committee Members required by laws and regulations.

Note that the effectiveness of this election may be cancelled by the Board of Directors by its resolution with an approval of the Audit & Supervisory Committee, provided it is before he assumes office.

This proposal has already been approved by the Audit & Supervisory Committee.

The details of the candidate for Substitute Director who is an Audit & Supervisory Committee Member are as follows:

Name (Date of Birth)	Career Summary and Significant Concurrent Positions	Number of the Company's Shares Held
 Osamu Ishioka (May 5, 1977) Outside Director Independent Officer	November 2004 Registered as attorney at law July 2010 JICA Long-term Expert (Project for Human Resource Development in the Legal Sector in Laos) November 2018 Worked for UNHCR Representation in Japan (Legal/Protection Associate) July 2020 Worked for National Tax Tribunal (Takamatsu Branch) (fixed term government employee) September 2023 Joined Katayama Law and Accounting Firm (Current) [Significant Concurrent Positions] None	Common shares: 0
[Reason for selecting Mr. Osamu Ishioka as the candidate for Substitute Director who is an Audit & Supervisory Committee Member and summary of expected roles] Mr. Ishioka has professional knowledge and experience as an attorney at law, and also has extensive experience and insight in international relations. The Company expects him to provide advice and supervision on management with a view toward the future growth of the Company and nominates him as the candidate for Substitute Director who is an Audit & Supervisory Committee Member. Although he has no direct experience in corporate management, the Company has judged that he will perform his duties appropriately as Outside Director for the aforementioned reasons.		

Notes: 1. There are no special interests between Mr. Osamu Ishioka and the Company.

2. Mr. Osamu Ishioka is the candidate for Substitute Outside Director. If the election of Mr. Osamu Ishioka is approved and he assumes the position of Director who is an Audit & Supervisory Committee Member, the Company plans to register him as Independent Officer to the Tokyo Stock Exchange under the regulations of the said Exchange.

3. Mr. Osamu Ishioka does not hold Class A shares of the Company.

4. The Company has entered into a directors and officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act. The said insurance will compensate for any legal damages and dispute costs arising in the event a claim for compensation of damages is made against the insured person during the term of the insurance due to an act taken by the insured person based on his or her position. If the election of Mr. Osamu Ishioka is approved and he assumes the position of Director who is an Audit & Supervisory Committee Member, he will be included as the insured person in the aforesaid insurance contract.

5. If the election of Mr. Osamu Ishioka is approved and he assumes the position of Director who is an Audit & Supervisory Committee Member, the Company plans to enter into a contract limiting his liabilities with him. Below is an overview of the details of that contract.

Effective after entering into these agreements, should a Director (excluding Executive Directors) bear any liability arising from his/her act or omission and such Director performed his/her duty in good faith and without gross negligence in relation to such act or omission, his/her liabilities shall be limited to an amount equal to the higher of ¥1 million or the minimum amount of his/her obligation as stipulated under Article 425, Paragraph 1 of the Companies Act.

(Reference)

Standard Regarding the Independence of Outside Officers

Akebono Brake Industry Co., Ltd. (the “Company”) sets forth the Standard Regarding the Independence of Outside Officers of the Company as detailed below. The Outside Officers of the Company shall not fall under any of the standards below.

1. A person who is or has previously been an executive (Note 1) of the Akebono Group
2. A major shareholder of the Company (Note 2)
3. A person to whom the Akebono Group is a major business counterparty (Note 3), or, when such a person is a corporation, an executive of the corporation (Note 1)
4. A person who is a major business counterparty of the Akebono Group (Note 4), or, when such a person is a corporation, an executive of the corporation (Note 1)
5. A certified public accountant (or a tax accountant) or an employee of an auditing firm (or a tax accounting firm), who belongs to the independent auditor of the Akebono Group
6. A consultant, an accounting specialist such as a certified public accountant, or a legal expert such as an attorney at law, who receives from the Akebono Group a significant amount of money or other assets (Note 5) other than remuneration for officer (when a person who receives such assets is an organization such as a corporation or an association, a person who belongs to such organization)
7. A person or an executive thereof (Note 1) who receives a large amount of donation (Note 6) from the Akebono Group
8. A close relative (Note 8) of an important person (Note 7) among those who fall under any of 2. to 7. above.
9. A person who in the past three years has fallen under any of 2. to 8. above
10. Other person who is reasonably judged to be in circumstances under which he or she is unable to fulfill his or her duties as an Outside Officer

Provided, however, that, if a person who falls under any of 1. to 9. above and if the Company judges that the said person is qualified to become an Outside Officer of the Company in view of his or her personality, insight and other attributes, the Company may elect the said person as an Outside Officer on the condition that the reason why the Company judges that the said person is qualified as an Outside Director is publicly explained.

- Notes:
1. An “executive” refers to an executive as defined in Item 6, Paragraph 3, Article 2 of the Ordinance for Enforcement of the Companies Act, and means an executive director, an executive officer, a corporate officer and an employee who executes the business of an equity-method company (if an employee is a corporation, or a person who executes duties stated in Paragraph 1, Article 598 of the Companies Act, or a person equivalent to such person), a person who executes the business of a corporation other than a company or an organization, and an employee (a staff, etc.) of a corporation including a company or an organization.
 2. A “major shareholder” means a shareholder who holds 10% and more of the voting rights of the Company or an executive of such shareholder.
 3. A “person to whom the Akebono Group is a major business counterparty” means a person for whom transactions of the business counterparty’s group to the Akebono Group in the most recent fiscal year amount to more than 2% of the consolidated net sales of the business counterparty.
 4. A “person who is a major business counterparty of the Akebono Group” means a person for whom transactions of the Akebono Group to the business counterparty’s group in the most recent fiscal year amount to more than 2% of the consolidated net sales of the Akebono Group.
 5. A “significant amount of money or other assets” means that the total amount of the value amounts to more than ¥10 million in the most recent fiscal year in the case of an individual, and, in case of an organization, more than 2% of the consolidated net sales in the most recent fiscal year.

[Translation for Reference Purposes Only]

6. A “significant amount of donation” means that the average annual donation amounts to more than ¥10 million in the past three years.
7. An “important person” means an officer or a person with a managerial position of each company or business counterparty in the case of an executive in 2., 3., 4. and 7. above, and a certified public accountant who belongs to an auditing firm or an attorney at law who belongs to a law firm in the case of a person who belongs to an organization in 5. and 6. above.
8. A “close relative” means a spouse or person within the second degree of consanguinity.