

Directors and Executive Officers

Director

(As of July 1, 2025)



1 Masato Izumihara

Chairman of the Board and Director

2 Yuki Nishida

President and Representative Director

3 Hirotaka Ishikawa

Representative Director

4 Ryo Kawamura

Director

5 Masayuki Fujii

Director, Audit and Supervisory Committee Member

6 Takefumi Fukumizu

Outside Director

7 Tsugio Mitsuoka

Outside Director

8 Tamesaburo Yamamoto

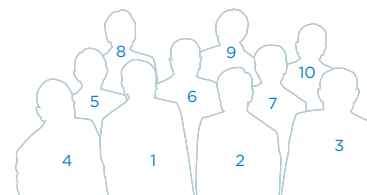
Outside Director, Audit and Supervisory Committee Member

9 Satoko Suzuki

Outside Director, Audit and Supervisory Committee Member

10 Tatsuya Tanaka

Outside Director, Audit and Supervisory Committee Member



Executive officer

(As of July 1, 2025)

President & Chief Executive Officer

Yuki Nishida

Senior Managing Executive Officer

Hisaaki Yokoo

Managing Executive Officers

Yoichi Funayama

Futoshi Takase

Hirofumi Nonaka

Hirotaka Ishikawa

Shinya Takahashi

Executive Officers

Ryo Kawamura

Kenji Hoshino

José Ignacio Iglesias

Yoichi Yoshida

Anusara Suthikulavet

Mitsuru Haramoto

Takaaki Nishimori

Koji Sagaoka

Seihiro Kamezawa

Directors and Executive Officers

Directors' profile (As of July 1, 2025)

Masato Izumihara

Chairman of the Board and Director

1983
Joined the Company

2006
General Manager, Corporate Planning Dept. and Investor Relations & Public Relations Dept.

2010
Executive Officer

2011
Director, Executive Officer

2013
Director, Managing Executive Officer

2015
Managing Executive Officer

2018
Director, Senior Managing Executive Officer

2019
President and Representative Director, President and Chief Executive Officer, CEO

2025
Chairman of the Board and Director (current position)

Yuki Nishida

President and Representative Director

1987
Joined the Company

2015
General Manager of Battery Materials and Fine Chemicals Business Unit, Chemicals Company

2016
Executive Officer

2019
Managing Executive Officer

2022
Senior Managing Executive Officer

2024
Representative Director, Senior Managing Executive Officer

2025
President and Representative Director, President and Chief Executive Officer (current position)

Hiroataka Ishikawa

Representative Director

1989
Joined the Company

2022
General Manager of Accounting & Finance Dept.

2023
Director, Executive Officer, CFO

2025
Representative Director, Managing Executive Officer, CFO, and CRO (current position)

Ryo Kawamura

Director

1991
Joined the Company

2020
General manager of Legal Dept.

2023
Executive Officer

2024
Executive Officer, CRO, and CCO

2025
Director, Executive Officer, and CCO (current position)

Masayuki Fujii

Director, Audit and Supervisory Committee Member

1985
Joined the Company

2010
General Manager of Corporate Planning Dept.

2015
Executive Officer, and Group CFO

2019
Director, Managing Executive Officer, CFO

2023
Director, Audit and Supervisory Committee Member (current position)

Takefumi Fukumizu

Outside Director

1976
Joined the Ministry of International Trade and Industry (currently the Ministry of Economy, Trade and Industry)

2004
Director-General, Kansai Bureau of Economy, Trade and Industry

2006
Director-General, for Regional Economic and Industrial Policy

2007
Director-General, Small and Medium Enterprise Agency

2008
Executive Director, NEDO

2009
President, NEDO

2013
Vice President, Japan Alcohol Corporation

2017
President, Japan Testing Center for Construction Materials

2022
Outside Director of the Company (current position)

Tsugio Mitsuoka

Outside Director

1980
Joined Ishikawajima-Harima Heavy Industries Co., Ltd. (currently IHI Corporation)

2010
Executive Officer, Vice President of Aero Engine & Space Operations, IHI Corporation

2013
Managing Executive Officer, President of Aero Engine & Space Operations

2014
Director, Managing Executive Officer, President of Aero Engine & Space Operations

2016
Representative Director and President, Chief Operating Officer

2017
Representative Director and President, Chief Executive Officer

2020
Representative Director and Chairman of the Board and President, Chief Executive Officer

Representative Director and Chairman of the Board, Chief Executive Officer

2021
Representative Director, Japanese Aero Engines Corporation (current position)

Representative Director and Chairman of the Board, IHI Corporation

2022
Chairman, The Society of Japanese Aerospace Companies

2023
Outside Director of the Company (current position)

2024
Director and Chairman of the Board, IHI Corporation (current position)

Tamesaburo Yamamoto

Outside Director, Audit and Supervisory Committee Member

1998
Professor, Faculty of Law, Keio University

2006
Examiner, Certified Public Accountant Examination Examiner, New Bar Examination

2010
Director, Japan Association of the Law of Trust

2015
Director, Japan Association of Private Law

2022
Outside Director, Audit and Supervisory Committee Member of the Company (current position)

2023
Professor Emeritus, Keio University (current position)

Satoko Suzuki

Outside Director, Audit and Supervisory Committee Member

1996
Joined Tohmatsu & Co. (currently Deloitte Touche Tohmatsu LLC)

2003
Registered certified public accountant

2005
Representative, opened Suzuki Satoko CPA Office (current position)

2006
Registered tax accountant

2012
Director, NPO Accounting & Tax Professionals Network

2015
Supervisory Director, Ichigo Hotel REIT Investment Corporation

2019
Outside Director, Bull-Dog Sauce Co., Ltd.

2022
Outside Director, Audit and Supervisory Committee Member of the Company (current position)

2023
Outside Auditor, Helios Techno Holding Co., Ltd. (current position)

2024
Outside Director and Audit and Supervisory Committee Member, Sojitz Corporation (current position)

Tatsuya Tanaka

Outside Director, Audit and Supervisory Committee Member

1980
Joined Fujitsu Limited

2005
Director of the Board & Vice President, Fujitsu (China) Holdings Co., Ltd.

2012
Corporate Executive Officer, General Manager of Manufacturing Industry Business Unit, Fujitsu Limited

2013
Corporate Executive Officer, General Manager of Manufacturing Industry Business Unit, Logistics, and Sales Group

2014
Corporate Senior Vice President, and General Manager, Asia Region

2015
Corporate Executive Officer, SEVP and General Manager, Asia Region Corporate Executive Officer, SEVP President and Representative Director

2019
Chairman of the Board

2020
Chairman of the Board, Fujitsu Marketing Limited
Chairman of the Board, Fujitsu Japan Limited

2021
Outside Director, Nippon Light Metal Holdings Company, Ltd. (current position)

2022
Senior Adviser, Fujitsu Japan Limited
Adviser, Tsukishima Kikai Co., Ltd. (currently Tsukishima Holdings Co., Ltd.)

2023
Outside Director, Audit and Supervisory Committee Member of the Company (current position)
Outside Director, Asahi Mutual Life Insurance Company (current position)

2025
Outside Director, Tsukishima Holdings Co., Ltd. (current position)

Corporate Governance

Board of directors

In principle, a director who does not concurrently serve as an executive officer serves as the chair of the Board of Directors. In accordance with laws, regulations, and the Articles of Incorporation, the Board stipulates, as set forth in the Regulations of the Board of Directors, the important management matters to be decided by the Board, such as the Company's basic policies and matters of significance in terms of amount or risk, and makes decisions on these

matters. The Board also oversees the appropriateness and efficiency of the execution of duties by each director and executive officer. As a Company with Audit and Supervisory Committee, we are accelerating operational execution by delegating a part of decision-making on important operations to the President and Representative Director while consistently reinforcing supervision.

Key agenda items in fiscal 2024

- **Progress with strategies and measures**

Overseeing growth strategies, including in expanding specialty businesses and restructuring basic businesses, enhancing human capital for sustainable growth, and driving DX.

- **Priority management issues**

Overseeing sustainability management implementation, including in terms of addressing environmental issues, ensuring quality assurance and compliance (including with competition laws), and managing risks.

- **Governance**

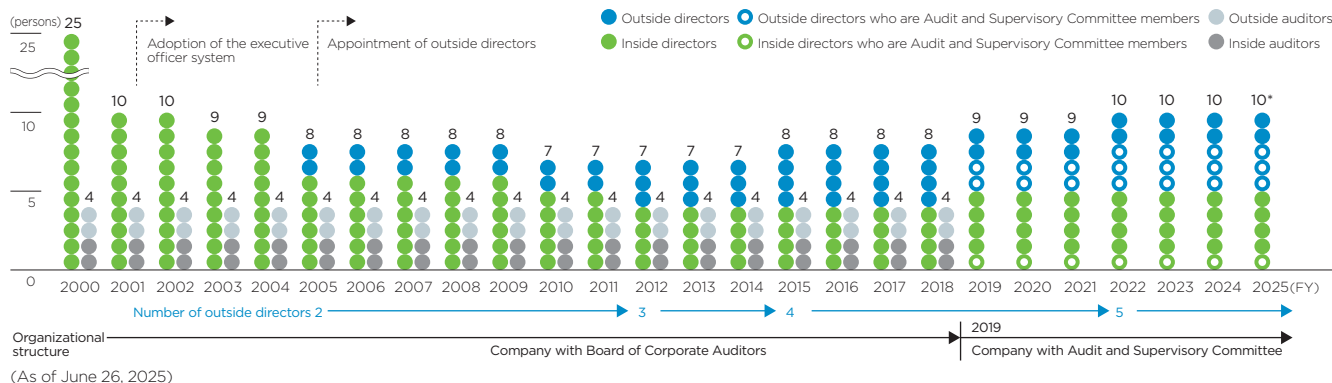
Deliberating on the evaluation of the effectiveness of the Board of Directors and efforts to address identified issues, discussing revisions to the Corporate Governance Report, and evaluating the economic rationale for cross-shareholdings, etc.

Directors' attendance at board and committee meetings (April 1, 2024 - March 31, 2025)

	Name	Board of Directors	Audit and Supervisory Committee	Nominating Committee	Remuneration Committee
Directors	Yuzuru Yamamoto ^{*1}	17/17 (100%)		2/2 (100%)	4/4 (100%)
	Masato Izumihara	17/17 (100%)			
	Hideo Tamada ^{*2}	4/4 (100%)			
	Yuki Nishida ^{*3}	13/13 (100%)			
	Hiroataka Ishikawa	17/17 (100%)			
Outside Directors	Takefumi Fukumizu	17/17 (100%)		2/2 (100%)	4/4 (100%)
	Tsugio Mitsuoka	16/17 (94%)		2/2 (100%)	4/4 (100%)
Directors, Members of the Audit and Supervisory Committee	Masayuki Fujii	17/17 (100%)	14/14 (100%)		
Outside Directors, Members of the Audit and Supervisory Committee	Tamesaburo Yamamoto	17/17 (100%)	14/14 (100%)		
	Satoko Suzuki	17/17 (100%)	14/14 (100%)		
	Tatsuya Tanaka	17/17 (100%)	14/14 (100%)		

*1 Retired as of June 26, 2025 *2 Retired as of June 26, 2024 *3 Appointed as of June 26, 2024

Number of directors



Outside director

Since June 2005, UBE has appointed outside directors to incorporate independent third-party perspectives into decision-making and management oversight, thereby ensuring management efficiency, transparency, and objectivity. Furthermore, as advisory bodies to the Board of Directors, UBE has established voluntary Nominating Committee and Remuneration Committee. Each committee consists of three members, two independent outside directors and one non-executive internal director (the Chairperson of the Board), and is chaired by an outside director.

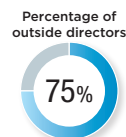
Executive officers

UBE has been using an executive officer system to separate supervision and business execution since June 2001. The President and Representative Director delegates authority to executive officers, who perform their duties based on management policies decided by the Board of Directors.

Corporate Governance

Audit and Supervisory Committee

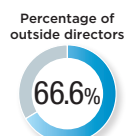
Chairman	Tamesaburo Yamamoto	Outside director / Independent director
Members	Satoko Suzuki	Outside director / Independent director
	Tatsuya Tanaka	Outside director / Independent director
	Masayuki Fujii	Non-executive inside director



In accordance with laws, regulations, and the Rules of the Audit and Supervisory Committee, the Audit and Supervisory Committee monitors and verifies the establishment and operation of the internal control system and supervises directors and other executive officers in their execution of duties. To this end, the Committee coordinates with the Internal Audit Department and the accounting auditors, engages in discussions with the President and Representative Director, and conducts audits of key directors in charge of business execution, executive officers, and various departments, expressing opinions as necessary. In addition, to ensure the appropriateness of the processes for the appointment, dismissal, and determination of remuneration of directors (excluding those who are Audit and Supervisory Committee members), outside directors serving as Audit and Supervisory Committee members attend meetings of the Nominating Committee and Remuneration Committee to confirm the content and procedures, and provide oversight as well as opinions as necessary.

Remuneration Committee

Chairman	Tsugio Mitsuoka	Outside director / Independent director
Members	Takefumi Fukumizu	Outside director / Independent director
	Masato Izumihara	Chairman of the Board, Non-Executive Inside Director



This body deliberates on the compensation of directors (excluding members of the Audit and Supervisory Committee) and executive officers, as well as several compensation-related programs. It provides independent, objective, and effective advice to the Board of Directors. As with the Nominating Committee, the majority of committee members are independent outside directors, with one of those individuals chairing this body, for independence and objectivity.

Number of Remuneration Committee meetings and details of activities in fiscal 2024

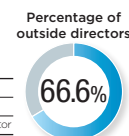
Number of meetings: 4

Details of activities:

- Deliberated setting FY2024 performance targets for directors and executive officers.
- Deliberated director and executive officer performance evaluations for FY2023 and determination of individual remuneration amounts for FY2024
- Discussed restricted stock remuneration allocations for FY2024
- Discussion on the revision of the executive remuneration system

Nominating Committee

Chairman	Takefumi Fukumizu	Outside director / Independent director
Members	Tsugio Mitsuoka	Outside director / Independent director
	Masato Izumihara	Chairman of the Board, Non-Executive Inside Director



This entity deliberates on director and executive officer selections and dismissals and succession plans. It provides independent, objective, and effective advice to the Board of Directors. As with the Nominating Committee, the majority of committee members are independent outside directors, with one of those individuals chairing this body, for independence and objectivity. The committee regularly discusses succession planning for the president and other executive officers. The Board draws on those deliberations to oversee this planning.

Succession plan for executive officers

At UBE, every year all executive officers are asked to recommend individuals, regardless of whether they are direct subordinates, who meet the Company's "Executive Officer Talent Criteria" and are considered suitable as their own successors. Based on these recommendations, an executive officer candidate list is compiled. This list is then reviewed and screened in meetings attended by the President, the officer in charge of HR, the CFO, and others, resulting in the creation of a shortlist of candidates categorized as short-term (immediately appointable), medium-term (around three years), or long-term (five years or more).

In principle, the next executive officers are selected from among the short-term candidates, with the President

preparing a nomination proposal that is deliberated by the Nominating Committee before being submitted to and approved by the Board of Directors. For medium- and long-term candidates, development plans are formulated to further strengthen their capabilities, including assigning them to gain necessary work experience.

Succession plan for the president and CEO

In addition, at UBE the CEO annually identifies several successor candidates, reports them to the Nominating Committee, and, as necessary, discussions and evaluations are conducted including future development plans such as expanded job responsibilities and tough assignments.

For these candidates, opportunities are intentionally increased to assess their abilities, for example, by having them present business reports at Board of Directors' meetings, so that they can be evaluated and selected appropriately. Through this process, both the Nominating Committee and the Board of Directors are actively involved in the selection and development of CEO successors. Ultimately, the final successor candidate proposals are deliberated by the Nominating Committee and then submitted to and decided by the Board of Directors.

Message from the Chairman of the Nominating Committee

The Nominating Committee regularly deliberates on the appointment and dismissal of directors and executive officers as well as succession plans, and provides the Board of Directors with independent, objective, and effective advice. Independent outside directors account for the majority (two-thirds) of the committee and one of them serves as chair, thereby ensuring independence and objectivity. In fiscal 2024, in line with the succession plan that has been regularly discussed each year, the committee deliberated on the selection of a successor to the President and Representative Director. At the same time, it also discussed the appointment of the first-ever female executive officer in UBE's history*. The outcomes of these deliberations were subsequently reviewed and resolved by the Board of Directors.

Takefumi Fukumizu

Chairman of the Nominating Committee

* As of April 2025, one female executive officer has been appointed at the Thailand location.

Corporate Governance

Skills matrix for directors

Members of the Board of Directors have a wealth of experience and advanced expertise in corporate management and management strategy, finance and accounting, sales and marketing, manufacturing, technology, R&D, and IT/DX, compliance and risk management,

sustainability (environment and society), human resource management, and internationality. We ensure diversity in gender as well as other areas, and choose directors who are members of the Audit and Supervisory Committee for their experience, capabilities, and knowledge of finance, accounting, and legal matters.

Skills matrix for directors

		Corporate Management / Management Strategy	Finance / Accounting	Sales / Marketing	Manufacturing / Technology / R&D / IT / DX	Compliance / Risk Management	Sustainability (Environment and Society)	Human Resource Management	Internationality
Directors	Masato Izumihara	●	●	●			●		
	Yuki Nishida	●		●	●		●		●
	Hirofumi Ishikawa		●				●	●	
	Ryo Kawamura					●		●	●
Outside Directors	Takefumi Fukumizu	●			●			●	
	Tsugio Mitsuoka	●			●	●	●		
Directors, Members of the Audit and Supervisory Committee	Masayuki Fujii		●	●		●		●	
Outside Directors Audit and Supervisory Committee Members	Tamesaburo Yamamoto					●	●	●	
	Satoko Suzuki		●			●	●		
	Tatsuya Tanaka	●		●	●				●

Anticipated areas and roles

Corporate Management / Management Strategy	Oversee efforts to resolve UBE's business issues and improve corporate value by leveraging corporate management experience at companies and knowledge of organizational operations and management strategies
Finance / Accounting	Draw on experience and expertise in finance and accounting to deliver sound judgments and advice regarding capital policies, financial strategies, and financial reporting
Sales / Marketing	Harness experience and expertise in sales and marketing to assess and advise on sales and marketing policies, strategies, and business resource investments
Manufacturing / Technology / R&D / IT / DX	Draw on experience and expertise in technological fields to determine the suitability and advice regarding policies, strategies, and management resource investments in product manufacturing, technology development, R&D, and IT/DX
Compliance / Risk Management	Oversee and advise on compliance and risk management initiatives based on experience and expertise in compliance and risk management
Sustainability (Environment and Society)	Oversee and advise on sustainability initiatives based on experience and knowledge in environmental, social, and other sustainability areas
Human Resource Management	Employ experience and expertise in human resources, labor relations, and human resources development to evaluate and advise on Group human resources management initiatives
Internationality	Draw on experience and expertise in global business to oversee and advise on the Group's global deployment and issue resolution efforts

Effectiveness assessment of the board of directors

UBE convenes an annual Evaluation Meeting for the Effectiveness of the Board of Directors, composed of all directors, to deliberate on the effectiveness of the Board based on self-assessments by directors (through questionnaires, etc.). The Board of Directors conducts an evaluation of its effectiveness based on these deliberations.

At the Board of Directors meeting held in May 2025, it was concluded that the Board in fiscal 2024 maintained appropriate composition and operations, and that active discussions, proper deliberations, and effective oversight were conducted. Accordingly, the Board was evaluated as having ensured its effectiveness as a body focusing on the oversight function of management.

Issues and initiatives in fiscal 2024

(1)

Issue: Enhancing discussions on key business strategies

Initiative: The Board of Directors received reports on insights and lessons learned from past management and business strategies that had significantly impacted the Company. Sharing these cases with outside directors, who account for half of the Board, helped to deepen subsequent Board discussions.

(2)

Issue: Clarifying human capital strategies to realize growth and other objectives

Initiative: Human capital strategies for securing and developing talent to drive growth in specialty chemicals were reported and discussed at opinion exchange meetings and management study sessions for directors and officers.

Corporate Governance

Director and executive officer remuneration

The remuneration of directors (excluding Audit and Supervisory Committee members) is structured to function effectively as an incentive to achieve the sustainable enhancement of corporate and shareholder value. The basic policy is that, in determining individual directors' remuneration, amounts are set at appropriate levels commensurate with each role, within the overall limit approved at the General Meeting of Shareholders.

For inside directors, remuneration is designed to strengthen the linkage with performance and to reflect not only single-year results but also the achievement of medium- to long-term targets. In addition to cash remuneration, stock-based remuneration is also granted to reinforce the focus on enhancing corporate and shareholder value over the medium to long term.

Specifically, inside directors' remuneration consists of fixed base pay determined according to position,

along with performance-linked pay in the form of annual and long-term incentives. Annual incentives comprise companywide performance-linked pay and individual annual performance goal achievement-based pay. Long-term incentives comprise medium- to long-term individual performance goal achievement-based pay and restricted stock remuneration.

For outside directors, only fixed base remuneration is paid.

Director and executive officer remuneration system and method of calculation

Fixed remuneration / Performance-linked remuneration	Structure of remuneration	Name of remuneration	Form of remuneration	Method of calculation
Fixed remuneration	Base remuneration	Fixed remuneration for each position	Cash remuneration	Fixed remuneration for each position
Performance-linked remuneration	Annual incentives	Company performance-linked remuneration		Consolidated ordinary profit in the previous fiscal year × Coefficient for each position
		Remuneration based on evaluation of achievement of annual individual performance targets	Level of achievement of annual targets for each officer	
	Long-term incentives	Remuneration based on evaluation of achievement of medium- to long-term individual performance targets	Level of achievement of 3-5 year medium- to long-term targets for each officer	
		Restricted stock remuneration	Stock-based remuneration (Non-cash remuneration)	Ordinary year: Base amount for each position / Average share price during the previous fiscal year + Number of shares carried over from the previous fiscal year Adjusted year: Base amount for each position / Average share price during the previous fiscal year × (100% + Grant ratio - 20-30%)* + Number of shares carried over from the previous fiscal year (*Adjusted in a range from 80% to 130% depending on the level of achievement of the management indicators)

Note: Directors who are Audit and Supervisory Committee members and outside directors receive base remuneration only, at a fixed amount.

Total amounts of remuneration, etc., for each category of officer, total amounts for each type of remuneration, etc., and the number of eligible officers

Officers	No. of Officers	Fixed remuneration	Performance-linked remuneration			Total remuneration
		Base remuneration	Annual incentives	Long-term incentives		
					Of which, restricted stock remuneration	
Directors (excluding directors who are Audit and Supervisory Committee members) (of which, outside directors)	7 (2)	143 million yen (24 million yen)	57 million yen (-)	56 million yen (-)	28 million yen (-)	257 million yen (24 million yen)
Directors who are Audit and Supervisory Committee members (of which, outside directors)	4 (3)	81 million yen (43 million yen)	- (-)	- (-)	- (-)	81 million yen (43 million yen)
Total (of which, outside directors)	11 (5)	224 million yen (67 million yen)	57 million yen (-)	56 million yen (-)	28 million yen (-)	338 million yen (67 million yen)

*1 No directors concurrently serve as employees.

*2 Directors who are Audit and Supervisory Committee members receive base compensation only, at a fixed amount.

*3 Stock-based remuneration (restricted stock remuneration) is stated as the amount recorded as an expense for the fiscal year in accordance with accounting standards. Accordingly, this does not represent remuneration guaranteed to be paid in cash.

ESG targets

Among the material issues identified by UBE as most critical to achieving sustainable management, such as the expansion of specialty businesses and addressing global environmental issues, continuous efforts related to ESG are required. ESG-related objectives aligned with each director's responsibilities are incorporated into their medium- to long-term individual performance goals. These objectives are used in goal-setting, performance evaluation, and remuneration calculation, thereby strengthening incentives for achievement. The specific ESG targets differ for each director. Remuneration calculated based on the level of achievement of ESG targets accounts for approximately 10% of total remuneration under the system. The same framework also applies to executive officers.

Ratios of base remuneration and annual and long-term incentives of directors (Excluding members of the Audit and Supervisory Committee and outside directors) and executive officer remuneration

Fixed remuneration	Performance-linked remuneration	
Base remuneration: Approx. 50%	Annual incentives: Approx. 30%	Long-term incentives: Approx. 20%

Note: The ratios of annual incentives for the President and the Chairman are higher, and base remuneration lower, compared to the ratio indicated above.

Corporate Governance

FY2025 ESG targets

Areas	Materiality	ESG Goals: Major Initiatives Promoted Globally
Growth	Expanding specialty businesses	Growth through the expansion of businesses based on existing core technologies and the creation of new businesses through the acquisition of new core technologies
		Commitment to innovation
		Discovery of seeds for the next generation
		Enhancement of customer satisfaction
		Provision of high-quality and safe products and services
S: Society	Empowering and engaging a diverse workforce	Profit generation through the DX-driven transformation of operations and value creation for customers and society
		Human resource management and development
		Development of human resources for DX promotion
		Promotion of diversity, equity & inclusion
		Enhancement of employee engagement
	Ensuring occupational safety and health, process safety, and disaster prevention	Creation of a supportive and inclusive work environment
		Promotion of employee health
		Promotion of occupational safety
		Promotion of process safety and disaster prevention
		Promotion of environmental safety
E: Environment	Addressing global environmental issues	Reduction of GHG emissions to achieve carbon neutrality
		Promotion of a circular economy
		Reduction of chemical substance emissions
		Reduction of waste generation
G: Governance	Upholding integrity and fairness in corporate governance	Enhancement of compliance
		Prevention of corruption
		Promotion of engagement with local communities
		Thorough implementation and enforcement of effective information security measures

Cross-shareholdings

Basic approach

UBE may hold listed or unlisted shares as cross-shareholdings when deemed necessary to maintain and strengthen business alliances or transactional relationships and to facilitate the smooth promotion of UBE's business activities.

With respect to listed shares held as cross-shareholdings, the Board of Directors conducts an annual review of individual holdings, taking into account UBE's cost of capital, and makes a comprehensive determination on the appropriateness of continued ownership. Shares for which the significance of holding is considered insufficient are promptly sold, taking into consideration trends in the stock market and other relevant factors.

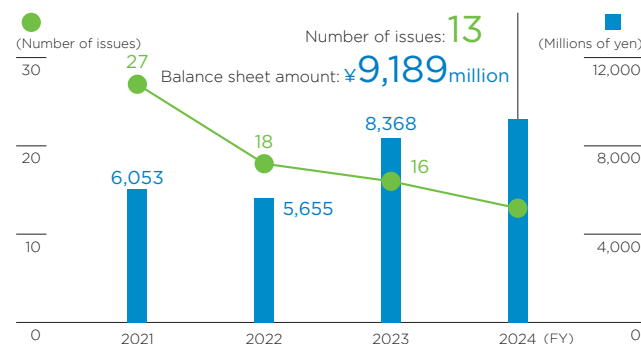
When exercising voting rights associated with cross-shareholdings, UBE makes decisions on whether to approve or disapprove proposals through a comprehensive judgment based on whether the proposal

is expected to generate returns for UBE by enhancing the shareholder value of the investee company.

Status of shareholdings

As of March 31, 2025, UBE held 65 cross-shareholdings valued

Listed cross-shareholdings and balance sheet carrying



at ¥9,816 million. These comprised ¥9,189 million across 13 listed stocks and ¥627 million in 52 unlisted holdings. These cross-shareholdings represented approximately 2.4% of the Company's consolidated net assets.

General Meeting of Shareholders and exercise of voting rights

UBE issues its Notice of Convocation three weeks before the General Meeting of Shareholders. It ensures that shareholders receive information earlier by also posting the notice on its website and that of the Tokyo Stock Exchange around four weeks before that gathering. UBE enables shareholders to opt for postal and online voting so they can exercise their voting rights if they cannot attend the meeting. Since institutional and overseas investors hold a significant number of shares, UBE uses an electronic voting platform for them and provides an English translation of the Notice of Convocation on its website and that of the Tokyo Stock Exchange.

In addition, to enhance services for shareholders, UBE provides a live internet broadcast of the General Meeting, allowing shareholders in remote locations to view the proceedings.

At the 118th General Meeting of Shareholders held on June 26, 2024, a total of 24,424 shareholders exercised their voting rights (including 22,286 shareholders who exercised voting rights in writing and via the internet), representing 71.1% of total voting rights.

Engagement with shareholders

We aim to fairly disclose timely and appropriate information. We engage closely with investors and draw on their feedback to improve corporate value. We accordingly provide extensive opportunities for investors to speak directly with the president and CEO and other members of the management team.

Detailed information on our IR activities and key IR initiatives for fiscal 2024 is available in the Investor Relations section of the UBE Group website. <https://www.ube.com/ube/en/ir/>

Corporate Governance

Internal control systems

UBE has appointed a Chief Compliance Officer (CCO) and a Chief Risk Officer (CRO). Through the Legal Department, Environment & Safety Department, Quality Assurance Department, and other internal control divisions, as well as specialized committees on compliance, information security, security export control, and crisis management, and the Risk Management Committee, reports are made to the Executive Committee (Sustainability Committee). In this way, UBE undertakes internal control and risk management on a Groupwide basis.

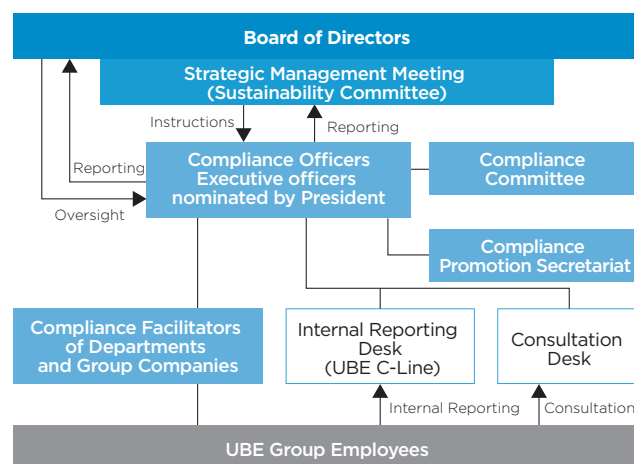
Detailed information on the Internal Control System is available in the Corporate Governance Report of the UBE Group website.
https://www.ube.com/ube/en/ir/ir_library/governance_report/

Compliance

The UBE Group promotes compliance based on the UBE Group Code of Conduct, which sets forth standards for judgment and behavior in business execution.

To quickly detect and correct compliance issues such as workplace harassment, labor problems, embezzlement and other misconduct, and corruption including bribery and collusion, the UBE Group has established the

Compliance framework



“UBE C-Line,” a hotline that allows executive officers and employees to report concerns directly without going through normal reporting lines. In addition to an independent external hotline, UBE has also set up a hotline for direct reports to a director who is a member of the Audit and Supervisory Committee, as well as a channel through the labor union. In fiscal 2024, there were 38 internal reports filed.

UBE also places strong emphasis on awareness-raising and educational activities by continuously providing compliance-related information, e-learning, and group training programs. In fiscal 2024, in addition to training on harassment prevention, the Company provided legal education on the Antimonopoly Act, Subcontract Act, Labor Standards Act, and the Foreign Exchange and Foreign Trade Act. Furthermore, compliance training was conducted for managers at Group companies and meetings were held with overseas offices, thereby promoting compliance throughout the entire Group.

Detailed information on the UBE Group Code of Conduct is available on the UBE Group website.
https://www.ube.com/ube/en/sustainability/pdf/governance/compliance/code_of_conduct.pdf

Preventing corruption

To prevent bribery of public officials in Japan and abroad as well as other corrupt practices, the UBE Group explicitly prohibits engaging in or being complicit in corrupt acts in its UBE Group Code of Conduct, and has also established the UBE Group Anti-Bribery Guidelines. The Group regularly conducts awareness and training programs, including e-learning, for directors and employees. In addition, when any suspected cases of bribery of public officials, excessive entertainment with business partners, exchanges of money or goods, or collusion are reported through internal hotlines, compliance officers and the relevant departments promptly conduct fact-finding investigations and take necessary actions in close coordination.

In fiscal 2024, there were no incidences of corruption,

which would be subject to disciplinary proceedings, resulting in no payment of fines and charges.

Detailed information on UBE Group Anti-Bribery Guidelines is available in the Anti-Corruption section of the UBE Group website.
<https://www.ube.com/ube/en/sustainability/governance/anti-corruption/>

Information security (Cybersecurity)

The UBE Group has appointed a chief information security officer (the executive officer overseeing the Information Systems Department). To support and advise the CISO, the Group has established the Information Security Committee, which plans and deliberates on key matters related to information security. In this way, UBE has built an appropriate information security management framework.

Furthermore, the Group has formulated the UBE Group Information Management Guidelines and strictly ensures proper disclosure, use, protection, and management of information. Aiming to maintain zero annual occurrences of security incidents with external impact, UBE provides regular internal training to ensure that all directors and employees recognize the importance of information security.

Since fiscal 2022, UBE has also actively utilized external evaluations based on various rules and guidelines to clarify its own vulnerabilities through comparisons with industry peers. As a result, the Group has enhanced its cybersecurity measures, with its information security benchmark score improving by 6.3 points from fiscal 2022 to reach 66.0.

Through these efforts, UBE is advancing a wide range of initiatives to ensure information security, aiming to remain a Group that is trusted and highly regarded by society.

Detailed information on our information security management structure and the UBE Group Information Management Guidelines is available in the Cybersecurity section of the UBE Group website.
<https://www.ube.com/ube/en/sustainability/governance/cyber-security/>