

**[Principle 3.1 Full Disclosure]**

**(iv) Policies and procedures for the appointment of the senior managers and nomination of the director candidates**

The Nomination Committee, which consists of 4 independent external directors and 1 director doubles as representative officer, recommends to the Ordinary General Meeting of Shareholders candidates for the Board of Directors from among those who meet the following criteria:

1. Being a person of good character and high ethical standards.
2. Upholding and promoting compliance with laws and regulations.
3. Being fit to hold office and able to fulfil the duties required.
4. Possessing excellent business acumen and the ability to make judgements objectively.
5. Having abundant leadership experience and being team orientated.
6. Having no personal interest or business relationship that might affect management decisions in our Group's business areas. ("Criteria of Independency for an External Director" is defined separately at:  
[http://www.nsg.com/~media/NSG/Site%20Content/sustainability/Downloads%20attached%20to%20pages%20in%20sustainability%20section/CriteriaOfIndependency\\_E01.ashx](http://www.nsg.com/~media/NSG/Site%20Content/sustainability/Downloads%20attached%20to%20pages%20in%20sustainability%20section/CriteriaOfIndependency_E01.ashx) )
7. Having broad business experience globally or multi-nationally and/or such specialized knowledge in market, technology, accounting, law, succession planning or other specific fields as required by the Group.
8. Having sufficient time to participate in meetings of the Board and the Committees of which he/she would be a member, and being qualified to fulfil the duties as a member of one of any three committees on which he/she would sit: Nomination Committee, Audit Committee or Compensation Committee.

Each Executive Officer (EO or *Shikkou-Yaku*) (collectively referred to as "Executive Management") is appointed by resolution of the Board, as well as being assigned the specific executive or senior positions and responsibilities within the Group such as CEO, COO, CFO and head of business/function which will usually be associated with either the title of EO accordingly. The Nomination Committee provides recommendation and/or advice to the Board on such appointments and/or assignments on the basis of its expertise.

Prior to the appointment and/or assignment of each candidate, a comprehensive review of the candidate's proven performance to date, potential caliber as a leader, and commitment to the Group's future direction, Values & Principles like "Our Vision" and communications with Stakeholders and Competencies is completed.

The term of office of Executive Officers is one year. Election or re-election of all Executive Officers shall be reviewed annually. As regards the other senior management, individual performance reviews will also be carried out annually within the appraisal process.

The Group, as a global company, recognizes that we face retention risks with management talent. The Group aims to minimize such risks through the annual review of succession plans implementing talent development activities in a planned manner and offering challenging career development opportunities.

**(v) Explanations with respect to the individual appointments and nominations based on the above (iv) as at the #155 Ordinary General Meeting organized in June 2021.**

**Mr. Yasuyuki Kimoto, Independent External Director (Board Chairman)**

Mr. Yasuyuki Kimoto has been elected as an External Director of the Company since June 2016. In addition to his experience of having led an independent-majority board of a major international manufacturing company in his role as chair of the board, in relation to a certain UK subsidiary of a major Japanese financial institution he also had the career and experiences of having led its board in his capacity as then president and chair, comprising a plural number of non-Japanese independent directors as its members. It is expected that he should continue to contribute to the supervisory function of the Board including in overseeing performance of Executive Officers from an independent and objective standpoint as well as based upon his abundant management experiences in global companies, broad financial expertise, knowledge of risk management and perspectives with regard to business management.

**Mr. Shigeki Mori, Director, Representative Executive Officer, President and CEO**

After having worked in the functions of human resources and corporate planning in the Group, Shigeki Mori held a succession of such important posts as the president of certain subsidiaries in the Architectural Glass business and the Head of the Technical Glass Strategic Business Unit. For two years from July 2010 he was based in the UK as the Head

of Production, Fabrication and Marketing, UK and South Europe, Architectural Glass. Based upon such career and experiences he was appointed Representative Executive Officer, President and CEO in April 2015 and since then, has taken leadership in the whole Group business. He was also appointed Director in June 2015. It is expected that his knowledge and experience of the Group business will be shared with the Board having him as its member, which we believe contributes to the decision-making function of the Board.

**Dr. Jörg Raupach Sumiya, Independent External Director**

Dr. Jörg Raupach Sumiya has been elected as an External Director of the Company since June 2019. He has international experience in the field of both business and academia, and is currently a professor at the college of business administration, Ritsumeikan University, one of the Japanese private universities. He is conducting research activities mainly on renewable energy and regional economy. It is expected that he should continue to contribute to the supervisory function of the Board including in overseeing performance of Executive Officers from an independent and objective standpoint as well as based upon his abundant management experiences in global companies and broad knowledge on ESG and portfolio-management and perspectives with regard to an academic expert and business management.

**Mr. Hiroshi Ishino, Independent External Director**

Mr. Hiroshi Ishino has been elected as an External Director of the Company since July 2020. He was in charge of overseas operations at a major trading company, and since then has been promoting the Group's global strategy as president and CEO of a major international manufacturer. It is expected that he will contribute to the supervisory function of the Board including in overseeing performance of Executive Officers from an independent and objective standpoint as well as based upon his abundant management experiences in global companies and broad knowledge and perspectives with regard to business transformation and business management from manufacturing to sales.

**Mr. Kunihiro Minakawa, Independent External Director**

Mr. Kunihiro Minakawa has been elected as an External Director of the Company since July 2020. He was a Managing Executive Officer and an Audit & Supervisory Board Member at a

major international manufacturer, and he is currently serving as Financial Services Agency Certified Public Accountants and Auditing Oversight Board Commissioner. He has global experience, a wide range of insights and practical experience in finance and auditing. It is expected that he will contribute to the supervisory function of the Board including in overseeing performance of Executive Officers from an independent and objective standpoint as well as based upon his abundant management experiences in global companies and broad knowledge and perspectives with regard to business management and professional expertise on finance and accounting.

**Mr. Yoshihiro Kuroi, External Director**

Mr. Yoshihiro Kuroi has been elected as an External Director of the Company since July 2020. He was a president of an overseas subsidiary at a major trading company, and has a wealth of practical experience in overseas business, IR departments and risk management, etc. as an executive officer at a major automobile manufacturer and major automobile parts manufacturer. It is expected that he will contribute to the supervisory function of the Board including in overseeing performance of Executive Officers based upon his abundant management experiences in global companies and broad knowledge and perspectives with regard to risk management and business development.

**Executive Officers**

In addition, each member of Executive Management including Executive Officers, namely, Shigeki Mori were elected and appointed accordingly by the Board which had considered their proven performance to date, potential caliber as a leader, and commitment to the Group's future direction, Management Principles and Competencies as well as the recommendations or advices thereon from the Nomination Committee. Likewise, considering the above factors comprehensively, and making the head of each business division of the Group and the head of a certain function division to be an Executive Officer with a more legal position and clear responsibility in order to strengthen the execution system, Tony Fradgley, Koichi Hiyoshi, Munehiro Hosonuma , Reiko Kusunose ,Hiroshi Nishikawa, Rob Purcell and Phil Wilkinson as Senior Executive Officer, and Mike Greenall, Shiro Kobayashi, Yutaka Nakashima, Iain Smith and Milena Stanisci as Executive Officer, are appointed by resolution of the Board of Directors based on recommendations or advice from the Nomination Committee.