

## Governance

### ▶ Establishing and Operating Transparent Management Systems to Further Enhance Group-wide Corporate Governance

To continue to be a trusted company, we are working to enhance corporate governance throughout the Toyoda Gosei Group. We are improving the appropriateness and efficiency of our operations by developing and operating internal control systems to create a fair and transparent corporate governance system, while we ensure its effectiveness through management supervision and audits by outside directors and outside Audit & Supervisory Board members. Furthermore, we are also implementing legal compliance, corporate ethics, and risk management activities.

#### Basic Philosophy

We believe improving and strengthening corporate governance in order to ensure robust, efficient business management is essential to achieving sustainable growth. Accordingly, we are building and maintaining fair and transparent management and organizational systems that can respond effectively to a changing business environment. Additionally, Toyoda Gosei pursues consummate corporate governance by voluntarily implementing a range of policies in accord with the letter and spirit of the ideals and principles in Japan's Corporate Governance Code, formulated by the Financial Services Agency and the Tokyo Stock Exchange.

#### Corporate Governance System

Toyoda Gosei has chosen an audit and supervisory board company and set up the Shareholders' Meeting, Board of Directors, Audit & Supervisory Board, and accounting auditors as statutory entities. We have also put in place internal auditors and other internal control systems including internal audits. The Board of Directors consists of ten directors and holds regular meetings on a monthly basis (extraordinary meetings held as needed), where matters prescribed by law or in the Articles of Incorporation and important matters such as strategies related to corporate management are reported and resolved.

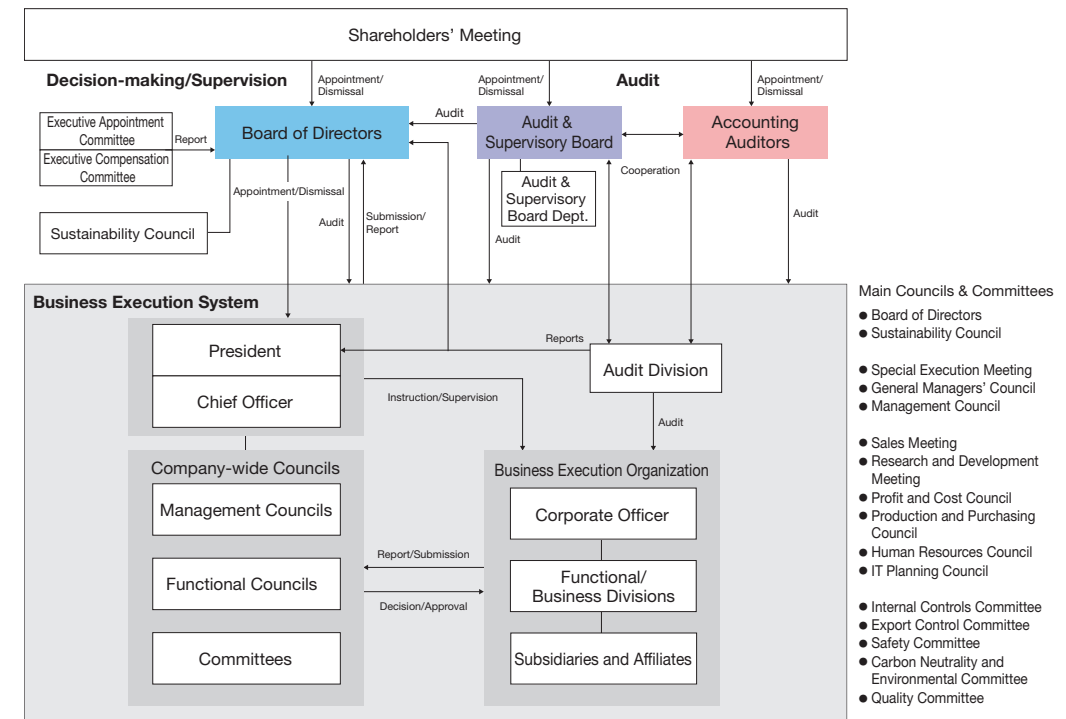
A system of corporate officers is used to speed up decision-making and business execution. Furthermore, by introducing the Chief Officer System in June 2023 and transferring some of the president's authority and responsibilities to the Chief Officers, we intend to achieve global optimization of priority functions, transcending regional and business boundaries in order to realize strategically driven operations that are executed with speed. Additionally, in June 2024, we delegated part of the Board of Directors' decision-making authority to the executive side. Through this, we aim to enrich the discussion of management strategies in the Board of Directors, establish new Special Execution Meetings on important matters, and enhance execution speed and autonomous management.

Moreover, for important business matters, decision-making meetings on important matters, General Managers' Council and Management Council meetings are held monthly. Functional meetings and committee meetings relevant to key areas such as safety, quality, environment, technology, revenue, and personnel are also held as needed to ensure appropriate management decisions.

The Audit & Supervisory Board consists of five members and holds regular meetings. Members also attend important meetings such as Board of Directors' meetings and audit each department and subsidiary, through which they fulfill their function of auditing corporate management. The Company uses the current system because audit, supervisory, and execution functions are well coordinated with each other under this structure, with legality and efficiency of the Company's decision-making and business execution sufficiently ensured.

Also, in order to enhance the supervisory function of the Board of Directors and to increase the objectivity and transparency of the decision-making process, we have established the Executive Compensation Committee and Executive Appointment Committee under the Board of Directors as non-mandatory advisory committees.

#### Corporate Governance System



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Internal Control Systems

In accordance with the provisions of Japan's Companies Act, Toyoda Gosei has formulated a Basic Policy on Establishing Internal Controls. Under this policy, we are striving to ensure appropriate operations by establishing internal control systems, which help us deliberate on important matters, establish related rules and guidelines, and handle internal audits, compliance, and risk management. Every year, the Board of Directors checks the status of establishment and operation of internal controls in an ongoing initiative to improve and reinforce them. In April 2023, we revised the basic policy with the aim of enhancing and operating internal controls, including those for subsidiary management. In June 2025, to further reinforce our framework for legal and regulatory compliance, we will transfer the Regulatory Compliance Office, established in June 2023, from the Development Division to the Quality Assurance Headquarters and elevate its organizational standing from an Office to a Division. This will allow our regulatory certification operations to act more independently and with stronger auditing capabilities.

Regarding Group management, to cultivate a healthy internal controls environment at Toyoda Gosei and its subsidiaries, all Group companies are guided by our common Management Philosophy. Shared compliance guidelines, the Toyoda Gosei Group Charter for Business Ethics, have also been instituted and rolled out to subsidiaries. While respecting the independence of subsidiary management, we receive regular business reports from subsidiaries and set up systems to confirm the propriety and legality of subsidiaries' businesses through advance approval reports. We also send non-executive directors and Audit & Supervisory Board members to key subsidiaries in a system to monitor and act as a check on their business execution.

Executive Compensation Committee and Executive Appointment Committee

Toyoda Gosei's Executive Compensation Committee and Executive Appointment Committee are composed of members of which more than half are outside directors. The chair of both committees is appointed from outside directors to further enhance transparency and objectivity.

Name	Role	Members	Attendance (FY2024)
Executive Compensation Committee (Number of meetings in FY2024: 1)	Deliberates and reports on the compensation system for directors and their individual compensation (restricted stock-based compensation, etc.)	Naoki Miyazaki, chairman	1/1
		Katsumi Saito, president	1/1
		Mayumi Matsumoto, outside director (chairperson)	1/1
		Takashi Wada, outside director	1/1
		Masanori Furukawa, outside director	1/1
		Shigeki Maeda, outside director	1/1
		Makoto Aou, outside director	1/1

Name	Role	Members	Attendance (FY2024)
Executive Appointment Committee (Number of meetings in FY2024: 1)	Deliberates and reports on proposals regarding the appointment and dismissal of directors and Audit & Supervisory Board members (appointment of the president, etc.)	Naoki Miyazaki, chairman	1/1
		Katsumi Saito, president	1/1
		Mayumi Matsumoto, outside director (chairperson)	1/1
		Takashi Wada, outside director	1/1
		Masanori Furukawa, outside director	1/1
		Shigeki Maeda, outside director	1/1
		Makoto Aou, outside director	1/1

Sustainability Council

We established our Sustainability Council, which convenes twice a year, with the aim of achieving sustainable corporate growth, improving corporate value, and contributing to the sustainable development of society. In this Council, we carefully discuss and decide on key action items related to sustainability in line with the times and confirm how the initiatives are progressing with a sense of urgency. Chaired by the president, the Council consists of all directors, including those from outside the company, Audit & Supervisory Board members, and general managers of divisions, including those in overseas regions, and implements balanced sustainability measures with a high degree of objectivity and transparency.

Policies and Procedures to Appoint and Remove Senior Officers and Nominate Candidates for Directors and Audit & Supervisory Board Members

Nominations of candidates for directors and Audit & Supervisory Board members are made after deliberation and reporting by the Executive Appointment Committee, followed by a resolution of the Board of Directors and a subsequent Shareholders' Meeting. Senior officer and director candidates are appointed on the basis of a comprehensive evaluation of their ability to quickly make correct judgments, the respect in which they are held by others, and their fulfillment of legal and ethical obligations, while also ensuring that the management team and Board of Directors as a whole possesses the appropriate balance of knowledge, experience, and capabilities.

The nomination policy for Audit & Supervisory Board member candidates is to nominate candidates from a comprehensive perspective of putting the right person in the right position while ensuring a balance through diverse perspectives on corporate management, including knowledge of finance, accounting, and legal affairs, and understanding of the Company's business. If a candidate for senior officer or director is found to have committed any fraudulent act or seriously violated any law or regulation, or the Articles of Incorporation, we will take procedures for their dismissal.

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## Skills Matrix

- The following table shows the expected fields of expertise of each director and Audit & Supervisory Board member based on their past experience.
- The composition of our Board of Directors and Audit & Supervisory Board as a whole takes into consideration the balance of knowledge, experience, and abilities, as well as the diversity and number of members.

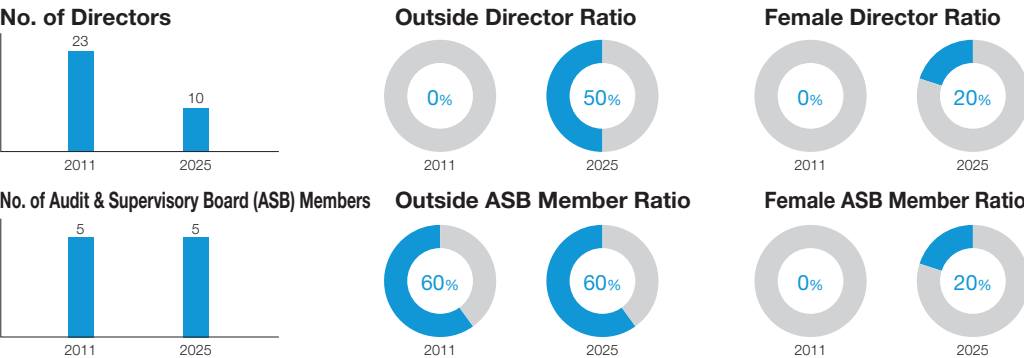
Position	Directors										Audit & Supervisory Board members					Skill Selection Reasons/Definitions
Name	Naoki Miyazaki	Katsumi Saito	Hiroshi Yasuda	Mitsuhito Nawashiro	Masayoshi Hachisuka	Mayumi Matsumoto	Takeshi Wada	Masanori Furukawa	Shigeki Maeda	Makoto Aoi	Kenji Oiso	Yoshiyuki Fujita	Chika Kako	Hitoshi Kuwayama	Masahiko Yokoi	
						Outside Independent	Outside Independent	Outside Independent	Outside Independent	Outside Independent			Outside Independent	Outside Independent	Outside Independent	
Skills																<p>Skills required by the Board of Directors and Audit &amp; Supervisory Board are selected to implement the medium- to long-term business plan with the aim of achieving sustainable growth and increasing the corporate value of the Company.</p>
Corporate management	●	●	●	●	●		●			●		●			●	
Global	●	●	●	●	●				●			●				
Finance/Accounting	●	●	●		●						●					
Legal/Risk management	●	●			●			●	●					●	●	
Technology/Development			●	●								●	●			
Manufacturing (Production/Quality management)			●	●			●					●	●			
Sales				●								●				
Environment/Energy	●		●			●							●			
Personnel	●	●				●	●	●	●	●					●	
DX	●	●	●	●	●		●		●	●						
New business (non-automotive)	●			●			●	●		●						
Executive Compensation Committee (◎ indicates chairperson)	○	○				◎	○	○	○	○						
Executive Appointment Committee (◎ indicates chairperson)	○	○				◎	○	○	○	○						
Attendance at Board of Directors' meetings (FY2024)	13/13	13/13	13/13	13/13	— <sup>*1</sup>	10/13	13/13	11/11 <sup>*2</sup>	11/11 <sup>*2</sup>	11/11 <sup>*2</sup>	13/13	— <sup>*1</sup>	13/13	13/13	13/13	
Attendance at Audit & Supervisory Board meetings (FY2024)	—	—	—	—	—	—	—	—	—	—	13/13	— <sup>*1</sup>	13/13	13/13	13/13	

\*1 Appointed June 2025 \*2 Attendance since June 2024

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Changes in Numbers of Directors and Audit & Supervisory Board Members

In 2011, Toyoda Gosei downsized its Board of Directors from 23 to nine, and in 2012 adopted a system of corporate officers. It appointed its first outside director in 2015. The Board currently comprises ten directors, five of whom are outside directors, accounting for 50% of the total number of directors. Two of the outside directors are women. The outside director appointments have increased the Board's objectivity and diversity.



Major Initiatives to Enhance the Governance Structure

	2012	2015	2019	2020	2021	2022	2023	2024
Board of Directors and Audit & Supervisory Board	<ul style="list-style-type: none"><li>Reduced number of appointed directors</li></ul>		<ul style="list-style-type: none"><li>Changed ratio of outside directors to 33% (1 in 3)</li><li>Established Executive Compensation Committee and Executive Appointment Committee</li><li>Appointed a female director</li></ul>	<ul style="list-style-type: none"><li>Appointed an independent outside director as chairperson of each committee</li><li>Appointed a female Audit &amp; Supervisory Board member</li></ul>				<ul style="list-style-type: none"><li>Changed ratio of outside directors to 50%</li><li>Changes to Board of Directors' decision-making authority (delegation of partial authority to the executive side)</li></ul>
Operational frameworks	<ul style="list-style-type: none"><li>Adopted a corporate officer system</li></ul>	<ul style="list-style-type: none"><li>Reduced the number of corporate officers</li><li>Started implementation of Japan's Corporate Governance Code</li></ul>					<ul style="list-style-type: none"><li>Adopted the Chief Officer System</li></ul>	
Councils and committees	<ul style="list-style-type: none"><li>Corporate Conduct Ethics Committee</li><li>Environmental Committee</li></ul>		<ul style="list-style-type: none"><li>Changed name to Compliance and Risk Management Committee</li></ul>		<ul style="list-style-type: none"><li>Established the Sustainability Council</li></ul>	<ul style="list-style-type: none"><li>Changed name to Internal Controls Committee</li></ul>		<ul style="list-style-type: none"><li>Changed name to Carbon Neutrality and Environmental Committee</li></ul>

Board of Directors

The Board of Directors deliberates on the direction of management, including management and business strategies, from many different perspectives, then reports, discusses and makes resolutions on progress as necessary. In this way, the Board supervises from a number of different viewpoints on whether management strategies are being executed appropriately. To enrich strategy discussions and ensure ample time for in-depth debate, we established Special Execution Meetings on important matters on the executive side and delegated the authority to make certain decisions. In addition to enhancing the Company's internal control systems and risk management systems, in recent years the Board of Directors has been working to achieve sustainable corporate growth amid a volatile business environment characterized by shifting market conditions, and worsening economic security, geopolitical risks, and environmental problems.

Main Agenda Items and Reports by the Board of Directors in FY2024

Topic	Main Agenda Items and Reports
Management/ Business strategies	<ul style="list-style-type: none"><li>Medium- to long-term business strategy</li><li>New business strategies</li><li>Annual management plan</li><li>Domestic and overseas subsidiaries' business strategies (expansions, mergers, downsizing)</li><li>Business execution reports (results, production, quality, safety, technology/development, intellectual property, priority risk management, etc.)</li><li>Progress report on matters resolved by the Board</li><li>Cross-shareholdings</li><li>Issuance of bonds</li></ul>
Corporate	<ul style="list-style-type: none"><li>Financial results, etc.</li><li>Appointment of directors and Audit &amp; Supervisory Board members, appointment of executives, executive compensation</li><li>Sustainability measures</li><li>Internal control systems, internal audit department reports</li></ul>
Investment and loan projects	<ul style="list-style-type: none"><li>Investment in buildings and facilities for expansion of domestic and overseas production bases</li><li>Financing for domestic and overseas subsidiaries</li></ul>

Number of Agenda Items and Reports by the Board of Directors in FY2024

	Q1	Q2	Q3	Q4	Total
Agenda items	20	4	6	13	43
Reports	11	9	12	10	42
Total	31	13	18	23	85

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Evaluation of the Effectiveness of the Board of Directors

Effective functioning of corporate governance is essential for the Company’s sustainable growth, to enhance corporate value, and to contribute to the sustainable development of society. Therefore, to ensure the effectiveness of the roles and responsibilities of the Board of Directors, each year members of the Board are asked to share their opinions and assessments. The Board of Directors then analyzes, evaluates, and deliberates on measures for improvement.

In FY2024, debriefings with all ten directors and all five Audit & Supervisory Board members were conducted to assess their performance. As a result, Toyoda Gosei found improvements in each area of its assessments and concluded that the Board continues to function effectively. In particular, the Company continued to receive high ratings for the composition and scope of its Board of Directors, its openness and candid discussions, and the support for outside directors. We believe that questions and opinions from outside officers are important for our decision-making process, and we will continue these efforts.

Regarding the discussion of medium- to long-term strategies identified as an issue in the FY2023 effectiveness evaluation, discussions commenced in FY2024 on initiatives (directional approaches) linked to the 2030 Business Plan and organized by business and function. However, some suggested that there was a need to improve the quality of strategic discussions, so we worked to improve the effectiveness of the Board of Directors. This involved refining the agenda by delegating authority to the executive side and revising submission criteria, thereby securing time for long-term and strategic discussions. To help outside directors and outside Audit & Supervisory Board members develop a more thorough understanding of our current situation, challenges, and strategies, we provided additional information through activities such as outside officer liaison meetings, pre-meeting explanations, and site visits. The result of these efforts was that participants felt strategies were now debated adequately and changes in the business environment were incorporated into discussions in a timely manner. We will work to further improve the effectiveness of the Board in the current fiscal year.

Board Effectiveness Evaluation Process

Evaluation Method	Debriefing Items (Main Items)
Interviews: Ten directors and five Audit & Supervisory Board members  Evaluation process: Analysis of interviews and debriefing results to ensure anonymity	<ul style="list-style-type: none"><li>• Roles and responsibilities of directors</li><li>• Deliberations within the Board</li><li>• Supervisory function of the Board</li><li>• Support for outside officers</li></ul> <p>Note: More detailed sub-items are laid out under the main items of the debriefing to allow for a well-rounded evaluation.</p>

Issues Evaluated in FY2023 for Board Effectiveness and Initiatives in FY2024

FY2023 Effectiveness Evaluation Issues	Initiatives in FY2024
Expansion of discussions concerning strategy is necessary	<p><b>Review of Agenda Items:</b></p> <ul style="list-style-type: none"><li>• Reported on strategies (business, regional, functional) and expanded discussions on target direction and overall objectives (financial objectives)</li></ul> <p><b>Ensuring Sufficient Time for Discussion:</b></p> <ul style="list-style-type: none"><li>• Introduced a written reporting system</li><li>• Reports on the progress of business execution and resolution items changed to detailed reports at the outside officer liaison meetings</li><li>• Partial delegation of authority (Increasing the monetary threshold for Board of Directors resolutions and transferring authority to meetings for deciding important matters, etc.)</li></ul>
Provision of opportunities for outside directors to recognize next-generation executive candidates is necessary	<ul style="list-style-type: none"><li>• Corporate officers and below served as presenters at the Board of Directors, pre-meeting explanations, and outside officer liaison meeting to identify next-generation leadership candidates</li></ul>
A system design for executive compensation that addresses social issues is necessary	<ul style="list-style-type: none"><li>• Established a system that links social needs and incentives by setting non-financial evaluation items as E (CO<sub>2</sub> emissions) and S (number of female managers, engagement score), and expanding the range of variation based on target achievement levels</li></ul>

FY2024 Board Effectiveness Evaluation Results (Issues)

Issues Identified	Measures
Further discussions are required regarding overall optimization (prioritization and strategic focus of business areas across the entire company and within regions)	Deepen discussions that take into account the allocation of resources (business × regional priorities)
Opportunities for information exchange between outside and internal officers outside of the Board of Directors would be beneficial	Utilize outside director networking events to foster communication between internal and outside officers



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Expected Roles of and Support for Outside Directors

We have appointed five outside directors, each with a wealth of experience and keen insight, primarily in areas such as corporate management, manufacturing, environment and energy, international affairs, public administration, advanced IT, DX, new business creation, talent development, and organizational management. To further promote diversity on the Board of Directors and the advancement of women, we have appointed two female directors. The five outside directors adeptly fulfill monitoring and advisory roles in addition to actively participating in Board discussions. In their monitoring role, they receive support in the form of departmental briefings on business operations and challenges and direct access to frontline operations through site visits to domestic and overseas subsidiaries to better understand the actual state of operations. Additionally, they are briefed in advance on the content and background of resolutions to be voted on at Board meetings to facilitate sound decision-making.

At the same time, the outside directors advise on management and business challenges. Advisory opportunities include regularly scheduled liaison meetings attended by all outside officers and outside Audit & Supervisory Board members, each of whom attends various other meetings also, including the Sustainability Council, Carbon Neutrality and Environmental Committee meetings.

Outside Directors and Outside Audit & Supervisory Board Members

At the Ordinary General Meeting of Shareholders, held on June 19, 2025, Mayumi Matsumoto, Takashi Wada, Masanori Furukawa, Shigeki Maeda, and Makoto Aou were appointed as outside directors. For outside Audit & Supervisory Board members, Chika Kako was appointed, joining Hitoshi Kuwayama and Masahiko Yokoi, for a total of three outside auditors.

Appointment of Independent Outside Directors and Independent Outside Audit & Supervisory Board Members

Role	Name	Independent Director/Auditor	Reason for Appointment
Outside director	Mayumi Matsumoto	○	Toyoda Gosei benefits from Mayumi Matsumoto's management oversight and advice based on her extensive experience and high-level insight as a news anchor and researcher in the broad fields of social issues, environment, and energy. Ms. Matsumoto has been designated as an independent auditor because she meets the requisite criteria and is deemed free of potential conflicts of interest with regular shareholders.
	Takashi Wada	○	Takashi Wada contributes management oversight and advice based on his extensive experience and expertise running manufacturing companies over many years. Mr. Wada has been designated as an independent auditor because he meets the requisite criteria and is deemed free of potential conflicts of interest with regular shareholders.
	Masanori Furukawa	○	Masanori Furukawa, with a background as a city council member and mayor, devoted nine terms (36 years) to local government and municipal administration. His extensive experience and high level of insight are expected to provide valuable oversight and advice for the Company's management. Mr. Furukawa has been designated as an independent auditor because he meets the requisite criteria and is deemed free of potential conflicts of interest with regular shareholders.
	Shigeki Maeda	○	Shigeki Maeda brings rich international experience from years of overseas assignments and a broad network within government agencies and the business world, supported by his role as a JETRO board member overseeing organizational operations and management. Drawing on this wealth of experience and deep insight, he provides supervision and advice on our Company's management. Mr. Maeda has been designated as an independent auditor because he meets the requisite criteria and is deemed free of potential conflicts of interest with regular shareholders.
	Makoto Aou	○	Makoto Aou has an entrepreneurial and managerial background in advanced IT business, as well as experience supporting companies in new business creation, DX, and diversity promotion. Her extensive experience and insight contribute valuable oversight and advice to the Company's management. Ms. Aou has been designated as an independent auditor because she meets the requisite criteria and is deemed free of potential conflicts of interest with regular shareholders.
Outside Audit & Supervisory Board member	Chika Kako		Chika Kako's wealth of experience and keen insight gained from her career at Toyota Motor Corporation, where she served mainly in vehicle development and materials development roles and was involved in management as a managing officer, are expected to enhance the auditing of the Company.
	Hitoshi Kuwayama	○	Hitoshi Kuwayama's extensive experience and deep insight as a lawyer are expected to enhance the auditing of the Company. Mr. Kuwayama has been designated as an independent auditor because he meets the requisite criteria and is deemed free of potential conflicts of interest with regular shareholders.
	Masahiko Yokoi	○	Masahiko Yokoi's extensive experience and deep insight as a manager are expected to enhance the auditing of the Company. Mr. Yokoi has been designated as an independent auditor because he meets the requisite criteria and is deemed free of potential conflicts of interest with regular shareholders.

Executive Compensation

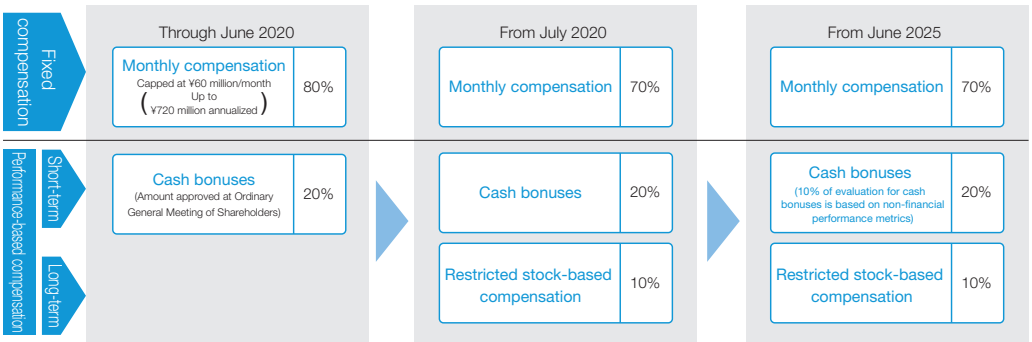
Directors' compensation consists of monthly fixed compensation and performance-based compensation in the form of cash bonuses (short-term incentive) and stock-based compensation (long-term incentive) based on the idea that directors should be appropriately incentivized to pursue sustained growth in Toyoda Gosei's value. Directors' compensation is split roughly 70:20:10 among monthly compensation, cash bonuses, and stock-based compensation, respectively.

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Monthly compensation is set at a fixed amount that reflects the recipient’s job responsibilities and experience as well as compensation levels at other companies. Cash bonuses are based primarily on fiscal yearly consolidated operating profit. Secondary variables that factor into their determination include the degree to which fiscal yearly plans are attained, employees’ bonus levels, bonus levels at other companies, medium- to long-term earnings, previously paid bonus amounts, and contributions to ESG management. Regarding the key issues identified in the FY2023 feasibility assessment, namely the executive compensation system addressing social issues, a revised system design incorporating increased non-financial evaluation items and weightings was completed and put into effect starting in FY2025.

Stock-based compensation is intended as an incentive to promote sustained growth in Toyoda Gosei’s value. It is paid in the form of restricted stock-based compensation to promote greater alignment with the objectives of other shareholders.

Director Compensation Scheme



Directors’ aggregate annual cash compensation (monthly compensation plus bonuses) is capped at 650 million yen (outside directors’ share included). Directors’ aggregate annual restricted stock-based compensation is capped at 100 million yen (outside directors are not eligible for restricted stock-based compensation). The compensation caps were approved at the Ordinary General Meeting of Shareholders on June 12, 2020. The total compensation for outside directors has been revised to a maximum annual limit of 100 million yen, as resolved at the Ordinary General Meeting of Shareholders held on June 14, 2024.

Outside directors and Audit & Supervisory Board members receive only fixed monthly compensation because their role is to oversee and audit management from an independent vantage point. Individual directors’ compensation is set in accord with the above policies following a fair and transparent review/reporting process by the majority-independent Executive Compensation Committee. During the FY2024 Executive Compensation Committee, discussions were held regarding the review of non-financial evaluation criteria, and the results were integrated into the compensation system.

Total Compensation for Each Officer Class, Total by Each Type of Compensation, and Number of Officers Receiving the Compensation

Officer Class	Total Executive Compensation (Million yen)	Total Amount by Type of Compensation (Million yen)			Officers Applicable to (People)
		Fixed Compensation	Performance-based Compensation	Non-cash Compensation	
		Monthly Compensation	Cash Bonuses	Stock-based Compensation	
Director (excluding outside directors)	355	206	117	31	5
Audit & Supervisory Board members (excluding outside members)	77	77	—	—	2
Outside officers	87	87	—	—	9

Notes: 1 The cash bonus represents the provisions for FY2024.  
2 The above number of officers includes one outside officer who retired upon the conclusion of the 101st Ordinary General Meeting of Shareholders held on June 14, 2024.

Internal Audits, Audit & Supervisory Board Members’ Audits, and Accounting Audits

We have set up the Audit Division to handle internal audits. With the aims of achieving financial objectives and preventing misconduct and errors of judgment, internal audits are conducted across the overall business (including audits of functional departments) based on an internal auditing plan approved by management at the beginning of each term. The results of internal audits are reported to management, and audited departments are given recommendations for improvements based on the audit results. The effectiveness of internal audits is increased by checking their improvement plans and results.

Each Audit & Supervisory Board member follows the auditing policy and audit plan established by the Audit & Supervisory Board when investigating the Company and subsidiaries. They attend the meetings of important deliberative bodies and committees including the Board of Directors, Special Execution Meeting on Important Matters, General Managers’ Council, and Management Council, listen to reports on business from directors and others, inspect financial statements and other important documents, and conduct on-site audits of offices and subsidiaries to audit the performance of duties by directors from the perspectives of ensuring legality and appropriateness, protecting assets and rights, and preventing loss. Moreover, a special department has been established to assist the Audit & Supervisory Board members’ audits. The certified public accountants who performed the FY2024 accounting audit of Toyoda Gosei were Satoko Nakatani and Kosaku Kawahara of PricewaterhouseCoopers Japan LLC.

Audit & Supervisory Board members, internal auditing department personnel, and accounting auditors regularly meet to confirm their respective auditing systems, auditing policy, auditing plans, implementation status, and audit results. They cooperate in performing efficient and effective audits, contacting each other as needed to exchange ideas and share information.