

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.

Corporate Governance

■ Basic Philosophy

We view the enhancement and enhancing of corporate governance with the aim of ensuring sound and efficient corporate management to be crucial in achieving sustainable growth. Based on this, we are building and maintaining fair and transparent management systems 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 monthly meetings (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 will cross over the boundaries of business and regional operation bases to manage priority functions on a global basis, thereby realizing highly strategic business execution and accelerating the speed of management. 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.

■ Internal Control Systems

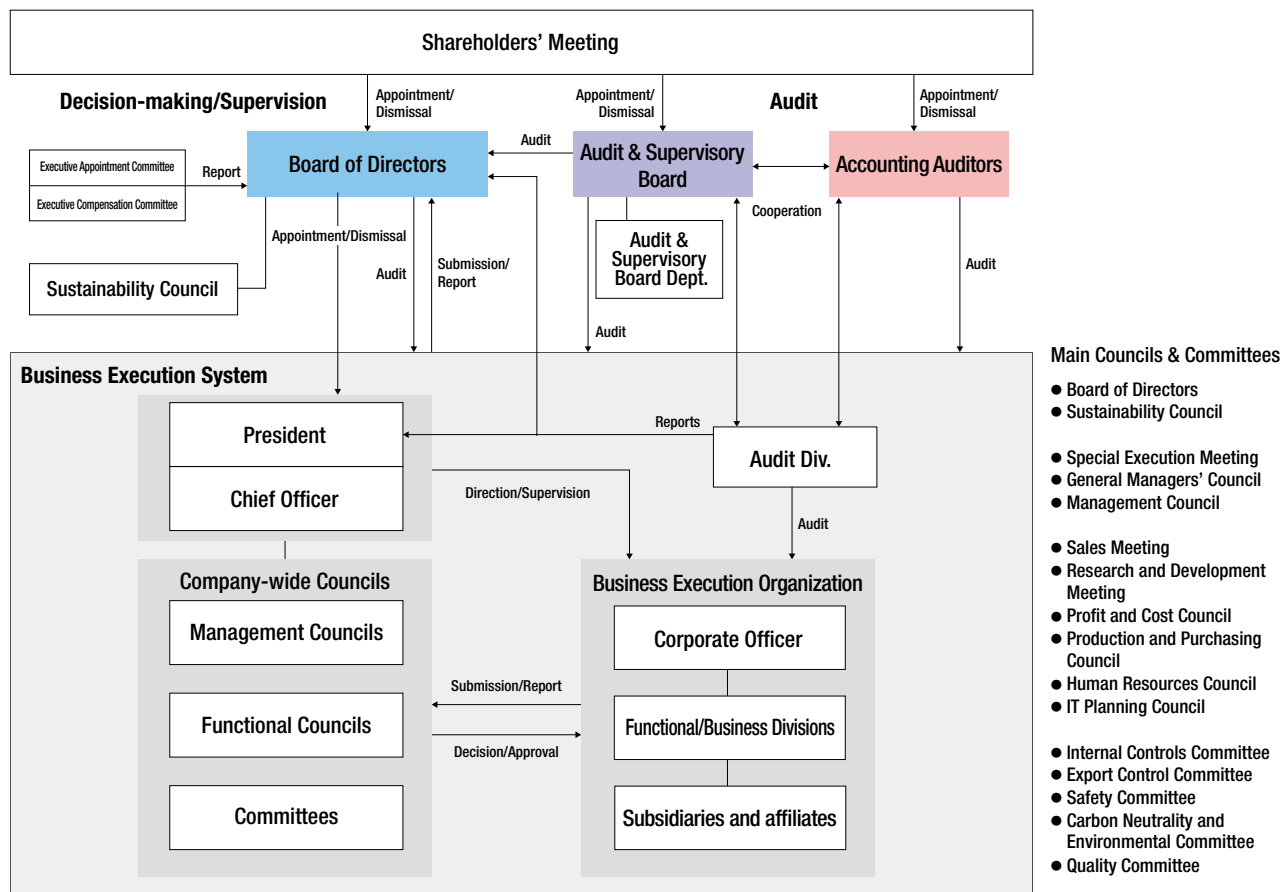
In accordance with the provisions of Japan's Companies Act, Toyoda Gosei has formulated a Basic Policy on Establishing Internal Controls. Under this policy, we are striving to ensure appropriate operations by establishing internal control systems, which help us deliberate important matters, establish 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 addition, we established a Regulatory Compliance Office in June 2023 to further reinforce our regulatory compliance framework. Regarding group management, to cultivate a healthy internal controls environment at Toyoda Gosei and its subsidiaries, all Group companies share its management philosophy. The Toyoda Gosei Group Charter for Business Ethics, a shared guideline for compliance, has also been instituted and expanded 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.

Corporate governance system



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 (FY2023)
Executive Compensation Committee (Number of meetings in FY2023: 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*	—
		Shigeki Maeda, outside director*	—
		Makoto Aou, outside director*	—

Appointed in June 2024 * Assumed position in June 2024

Name	Role	Members	Attendance (FY2023)
Executive Appointment Committee (Number of meetings in FY2023: 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*	—
		Shigeki Maeda, outside director*	—
		Makoto Aou, outside director*	—

Appointed in June 2024 * Assumed position in June 2024

Sustainability Council

In November 2021, we established our Sustainability Council with the aim of achieving sustainable corporate growth, improving corporate value, and contributing to the sustainable development of society. In this Council, we work diligently to discuss and decide on key action items related to sustainability 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.

The nomination policy for senior officer and director candidates is based on the candidate's personal

magnetism in terms of their ability to make accurate and prompt decisions after taking into account the balance of knowledge, experience, and capabilities of the management team and the Board of Directors as a whole. The candidates are comprehensively nominated and appointed on the basis of their ability to fully comply with laws and corporate ethics.

Skills Matrix

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

Name * Assumed position in June 2023 ** Assumed position in June 2024	Naoki Miyazaki	Katsumi Saito	Hiroshi Yasuda	Masaki Oka	Mitsuhiko Nawashiro*	Mayumi Matsumoto	Takashi Wada*	Masanori Furukawa**	Shigeki Maeda**	Makoto Aou**	Kenji Oiso	Yamato Suzuki	Chika Kako	Hitoshi Kuwayama	Masahiko Yokoi*
	Chairman	President	Vice President	Director	Director	Director	Director	Director	Director	Director	Audit & Supervisory Board Member	Audit & Supervisory Board Member	Audit & Supervisory Board Member	Audit & Supervisory Board Member	Audit & Supervisory Board Member
						Outside Independent	Outside Independent	Outside Independent	Outside Independent	Outside Independent			Outside	Outside Independent	Outside Independent
Skills	Executive Compensation Committee ◎ indicates chairperson	○	○			◎	○	○	○	○					
	Executive Appointment Committee ◎ indicates chairperson	○	○			◎	○	○	○	○					
Corporate management	●	●	●	●	●		●			●					●
Overseas operations	●	●	●		●				●						
Finance	●	●	●	●							●				
Legal/Risk management	●	●		●				●	●			●		●	●
Technology			●		●								●		
Manufacturing (production/quality management)			●		●		●						●		
Sales					●										
Environment and energy	●		●			●							●		
Personnel	●	●		●		●	●	●	●	●					●
DX	●	●	●	●	●		●		●	●					
New business (non-automotive)	●				●		●	●		●					
Attendance at Board of Directors' meetings (From 2023/4 to 2024/3)	13/13	11/11	13/13	13/13	11/11	13/13	11/11	—	—	—	13/13	13/13	13/13	13/13	11/11
Attendance at Audit & Supervisory Board meetings (From 2023/4 to 2024/3)	—	—	—	—	—	—	—	—	—	—	12/12	12/12	12/12	12/12	10/10

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

knowledge 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.

Reasons for Skill Selection and Its Definition

Skills required by the Board of Directors and Audit & 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.

To make appropriate management decisions that contribute to the Toyoda Gosei's sustainable growth, corporate value and promotion of our medium- to long-term business plan based on experience and a proven track record in corporate management in the drastically changing global business environment surrounding Toyoda Gosei.

To grow our business globally by utilizing overseas business experience and knowledge of the overseas business environment and business management.

To establish an accurate financial reporting system and a solid financial foundation, to invest in growth to achieve sustainable growth and increase corporate value, and to realize appropriate shareholder returns.

To implement the establishment of a governance structure based on legal compliance and appropriate risk management, to build a foundation for sustainable growth and increased corporate value, as well as to improve the effectiveness of supervision.

To achieve sustainable business growth through technological innovation using advanced technology and through skills and expertise in medium- to long-term product planning and development.

To adopt innovative production technologies and improve manufacturing sites and to maintain and improve product quality as a company with its main focus on the automotive parts manufacturing and sales business.

To expand sales globally in response to changing customers needs and to continue to provide high value-added products based on skills and knowledge in preparation of sales strategies and information gathering through smooth communication with customers.

To accelerate and implement initiatives integrated with business operations in areas requiring environmental consideration and to fulfill our social responsibility.

To develop and maximize the abilities of each and every employee by utilizing knowledge of diversity, inclusion, respect for human rights, and well-being.

To implement business transformation and establish a corporate culture utilizing digital technology, which is necessary to enhance the Company's management foundation and build new businesses.

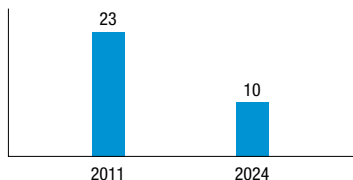
To plan and implement medium- to long-term plans to search for, develop, and launch new businesses in non-automotive fields, and to expand new businesses in the future.

■ Changes in Numbers of Directors and Audit & Supervisory Board Members

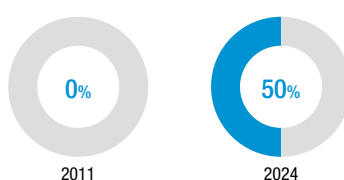
In 2012, Toyoda Gosei adopted a system of corporate officers and downsized its Board of Directors to nine directors from 23 as of 2011. It appointed its first outside director in 2015.

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.

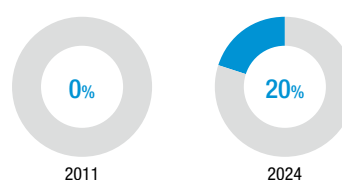
No. of Directors



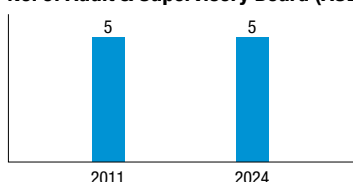
Outside Director Ratio



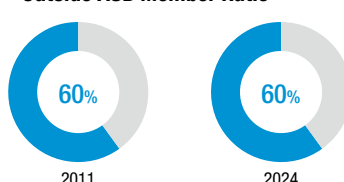
Female Director Ratio



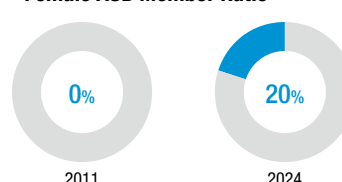
No. of Audit & Supervisory Board (ASB) members



Outside ASB Member Ratio



Female ASB Member Ratio



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"> Reduced number of appointed directors 		<ul style="list-style-type: none"> Changed ratio of outside directors to 1/3 Established Executive Compensation Committee and Executive Appointment Committee Appointed a female director 	<ul style="list-style-type: none"> Appointed an independent outside director as a chairperson of both committees Appointed a female Audit & Supervisory Board member 				<ul style="list-style-type: none"> Changed ratio of outside directors to 1/2 Changes to Board of Directors' decision-making authority (delegation of partial authority to the executive side)
Business Execution System	<ul style="list-style-type: none"> Adopted a corporate officer system 	<ul style="list-style-type: none"> Started implementation of Japan's Corporate Governance Code 	<ul style="list-style-type: none"> Reduced the number of corporate officers 					<ul style="list-style-type: none"> Adopted the Chief Officer System
Councils and Committees	<ul style="list-style-type: none"> Corporate Conduct Ethics Committee Environmental Committee 		<ul style="list-style-type: none"> Changed name to Compliance and Risk Management Committee 		<ul style="list-style-type: none"> Established the Sustainability Council 		<ul style="list-style-type: none"> Changed name to Internal Controls Committee 	<ul style="list-style-type: none"> Changed name to Carbon Neutrality and Environmental Committee

■ Board of Directors

The Board of Directors deliberates from many different perspectives on the direction of management, including management and business strategies, then reports, discusses and makes resolutions on progress as necessary. In such a 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 certain authorities. In addition to enhancing the Company's internal control system and risk management system, in recent years the Board of Directors has been working to achieve sustainable corporate growth amid a chaotic business environment, including changes in market conditions, economic security, geopolitical risks, and worsening environmental problems.

Main Agenda Items and Reports by the Board of Directors in FY2023

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

Number of Agenda Items and Reports by the Board of Directors in FY2023

	1Q	2Q	3Q	4Q	Total
Agenda Items	15	7	12	8	42
Reports	13	7	12	11	43
Total	28	14	24	19	85

■ 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, evaluations and opinions are heard every year from members of the Board. The Board of Directors then analyzes, evaluates, and deliberates on measures for improvement. In FY2023, debriefings with all eight directors and all five Audit & Supervisory Board members were conducted to assess their performance. As a result, Toyoda Gosei found no material deficiencies across any of its assessments and concluded that the Board continues to function effectively.

As in the previous year, the Board received high ratings for its openness and candid discussions and support for outside officers. We believe that questions and opinions from outside officers are important for our decision-making process, and we will continue these efforts.

Regarding the long-standing issue of "medium- to long-term policy discussions," in FY2023, we enhanced communication outside the Board of Directors to deepen understanding among outside directors and outside Audit & Supervisory Board members. We supplemented information and understanding on our status, challenges, and strategies through activities such as outside executive liaison meetings, pre-meeting explanations, and site visits. As a result, we received evaluations indicating a positive contribution to deliberations and decision-making within the Board.

However, there were opinions that further expansion of strategic discussions was necessary. Therefore, we advanced the delegation of authority to the executive side, streamlined agenda topics for the Board of Directors, and secured time for long-term and strategic discussions to further improve the effectiveness of the Board of Directors. Through these efforts, 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)>
Interview: Eight directors and five Audit & Supervisory Board members Evaluation process: Analysis of interviews and debriefing results to ensure anonymity	<ul style="list-style-type: none"> • Roles and responsibilities of directors • Supervisory function of the Board • Deliberations within the Board • Support for outside officers <p>* More detailed sub-items are laid out under the main items of the debriefing to allow for a well-rounded evaluation.</p>

FY2023 Board Effectiveness Evaluation Results

Issues Identified	Measures
Expansion of strategic discussions on business, regional, and functional matters	Delegating authority to the executive side and narrowing down agenda topics to allow sufficient time for discussion
Enhancing the effectiveness of the succession plan	Creating opportunities for interaction with senior executives and executives who are future board candidates
Consideration of the executive compensation system (especially evaluation criteria)	Reviewing executive compensation systems to address social issues (including ESG and sustainability indicators)

Issues Evaluated in FY2022 for Board Effectiveness and Status of Initiatives in FY2023

FY2022 Effectiveness Evaluation Results (Issues)	Initiatives Situation in FY2023
Enhancing discussions on medium- to long-term plans and future visions	Enhance discussion of the 2030 Business Plan and its initiatives for medium- to long-term management strategy and corporate value enhancement (Issues Identified in FY2023, First Item)
Providing information to outside officers	<ul style="list-style-type: none"> • Provide more in-depth information through explanations of business operations by executives in charge • Enhance opportunities for discussion with officer candidates • Resume opportunities for on-site visits that had been suspended due to COVID-19 measures
Opportunities for exchange of opinions among outside officers	Plan opportunities for exchange of opinions among outside officers to further improve governance
Ensuring further diversity of the Board	Continue to select candidates with diversity in mind based on the skill matrix and to treat this as an ongoing issue for consideration

■ 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 diversify the Board and promote women's participation, we appointed Makoto Aou, our second female director, following Mayumi Matsumoto, our first female director.

The five 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 on-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 directors 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 annual Shareholders' Meeting, held on June 14, 2024, Mayumi Matsumoto, Takashi Wada, Masanori Furukawa, Shigeki Maeda, and Makoto Aou were appointed as outside directors.

For outside Audit & Supervisory Board members, we selected Chika Kako as a new member, joining incumbent members Hitoshi Kuwayama and Masahiko Yokoi, for a total of three outside auditors.

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

Appointment	Name	Independent Director/Auditor	Reason for Appointment
Outside Director	Mayumi Matsumoto	○	To benefit from her 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 in the management of Toyoda Gosei. 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	○	To benefit from his management oversight and advice based on his extensive experience and expertise in the management of 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, has 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 are expected to 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		To incorporate into Toyoda Gosei's audits her 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.
	Hitoshi Kuwayama	○	To incorporate his extensive experience and deep insight as a lawyer in the auditing of Toyoda Gosei. 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	○	To incorporate his extensive experience and deep insight as a manager in the auditing of Toyoda Gosei. 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.

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

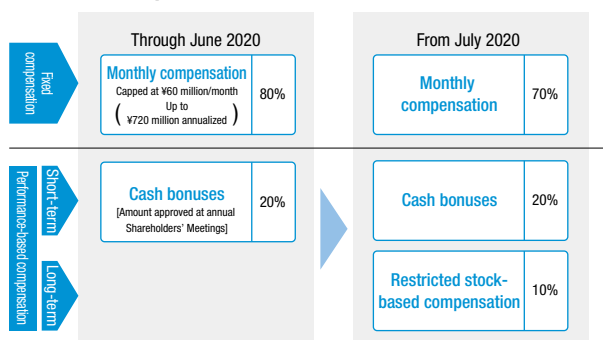
Directors' aggregate annual cash compensation (monthly compensation plus bonuses) is capped at 650 million yen (outside directors' share included). Directors' aggregate annual restricted stock-based compensation is capped at 100 million yen (outside directors are not eligible for restricted stock-based compensation). The compensation caps were approved at the annual Shareholders' Meeting 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 June 14, 2024, Shareholders' Meeting.

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.

At Executive Compensation Committee meetings, outside directors have made suggestions about further enlarging the incentive element of director compensation by, e.g., adjusting compensation to reflect the extent of directors' respective environmental contributions.

Director Compensation Scheme



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

Officer Class	Total Executive Compensation (Millions of yen)	Total Amount by Type of Compensation (Millions of yen)			Number of Subject Officers (People)
		Fixed compensation	Performance-based compensation	Non-cash Compensation	
Director (excluding outside directors)	327	196	106	23	8
Audit & Supervisory Board members (excluding outside members)	78	78	—	—	2
Outside officers	69	69	—	—	8

* Bonuses are provisions for FY2022.

■ 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 mistakes, 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 FY2023 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.