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Securities Code: 7259

May 26, 2023

To Those Shareholders with Voting Rights

Moritaka Yoshida
President
AISIN CORPORATION
1, Asahi-machi 2-chome, Kariya-shi
Aichi, Japan

NOTICE OF THE 100th ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 100th Ordinary General Meeting of Shareholders of AISIN CORPORATION (hereinafter, the “Company”). Please access the websites listed below to confirm the details. The meeting will be held as described below.

When convening this Ordinary General Meeting of Shareholders, the Company will provide information that constitutes the content of reference documents for the general meeting of shareholders, etc. in electronic format.

This information can be found on the following websites.

The Company’s website:

<https://www.aisin.com/jp/investors/report/> (in Japanese)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/7259/teiji/> (in Japanese)

Tokyo Stock Exchange (TSE) website (Listed Company Search):

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

(Access the TSE website by using the internet address shown above, enter “AISIN Corporation” in “Issue name (company name)” or the Company’s securities code “7259” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you are unable to attend the meeting, you can exercise your voting rights by mailing the enclosed Voting Rights Exercise Form or via the Internet. Please review the Reference Documents for the General Meeting of Shareholders (pages 9 through 16), and exercise your voting rights no later than 5:30 p.m. on Thursday, June 15, 2023.

1. Date and Time: Friday, June 16, 2023 at 10:00 a.m.

2. Place: The Company’s KYODOKAN Hall
36, Hachiken-cho 2-chome, Kariya-shi, Aichi

3. Agenda of the Meeting:

Matters to be reported: The Business Report, the Financial Statements, the Consolidated Financial Statements, and the audit results of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board for the 100th Fiscal Term (from April 1, 2022 to March 31, 2023).

Proposals to be resolved:

Proposal No. 1: Election of Eight Directors

Proposal No. 2: Election of One Substitute Audit & Supervisory Board Member

Reference Documents for the General Meeting of Shareholders

Proposals and references

Proposal No. 1: Election of Eight Directors

The term of office for all of eight Directors of the Company will expire at the closing of this General Meeting of Shareholders. Accordingly, the Company proposes the election of eight Directors including four Outside Directors.

The candidates for Directors are as follows:

Candidate No.	Name	Current Position at the Company	Responsibilities at the Company	Attributes of the Candidate
1	Moritaka Yoshida	President	–	Reelected
2	Kenji Suzuki	Director	Chief Software & Digital Officer, Executive General Manager of DX Strategy Center, President of CSS Company	Reelected
3	Shintaro Ito	Director	Chief Administrative Officer, Executive Vice President, and in charge of Internal Audit Department	Reelected
4	Yoshihisa Yamamoto	Director	Chief Electric Strategy Officer, Chief Technology Strategy Officer, Executive General Manager of EV Promotion Center and President of Powertrain Company	Reelected
5	Michiyo Hamada	Outside Director	–	Reelected Outside Director Independent Female Director
6	Seiichi Shin	Outside Director	–	Reelected Outside Director Independent Director
7	Koji Kobayashi	Outside Director	–	Reelected Outside Director
8	Tsuguhiko Hoshino	–	–	Newly elected Outside Director Independent

Reelected: Candidate for Director to be reelected Newly elected: Candidate for New Director
 Outside Director: Candidate for Outside Director
 Independent Director: Candidate for Independent Director as specified by Tokyo Stock Exchange, Inc.
 Female Director: Female candidate for Director

Candidate No.	Name	Career summary	
1	Moritaka Yoshida Reelected	April 1980	Joined Toyota Motor Co., Ltd.
		June 2009	Managing Officer of Toyota Motor Corporation
		April 2014	Senior Managing Officer of Toyota Motor Corporation
		January 2018	Executive Vice President of Toyota Motor Corporation
		June 2020	Chairman of TOYOTA CENTRAL R&D LABS., INC.
		June 2021	President and Executive President of the Company (to present)
		Current Position at the Company: President	Responsibilities at the Company: –
<p>The reasons why the Company elects him as a candidate for Director: Mr. Moritaka Yoshida has an extensive career including as President of the Mid-size Vehicle Company and the head of the Vehicle Development Center while serving as Executive Vice President at Toyota Motor Corporation, and has experience as a management executive at TOYOTA CENTRAL R&D LABS., INC. He has been engaged in the Company's management as President of the Company (to present) since 2021. He is recommended for the position of Director as he is expected to make use of his extensive experience and wide-ranging insights into overall corporate management for the management of the Company.</p>			
Date of birth: July 12, 1957 (65 years old)	Special interest relationship with the Company: –		
Important concurrent position: Outside Director of EXEDY Corporation	Number of shares of the Company held: 18,900 shares		
Number of years since the candidate assumed the office of Director: 2 years (at the closing of this General Meeting of Shareholders)	Attendance to Board of Directors' Meetings: 13/13 (100.0%)		

Candidate No.	Name	Career summary	
2	Kenji Suzuki Reelected	April 1984	Joined Aisin-Warner Ltd.
		June 2011	Director of Aisin AW Co., Ltd.
		June 2013	Executive Officer of Aisin AW Co., Ltd.
		April 2014	Managing Executive Officer of Aisin AW Co., Ltd.
		April 2016	Senior Managing Executive Officer of Aisin AW Co., Ltd.
		June 2016	Director of Aisin AW Co., Ltd.
		April 2020	Executive Officer of the Company, Executive Vice President of Aisin AW Co., Ltd.
		April 2021	Executive Vice President of the Company
		June 2021	Director of the Company (to present)
		April 2022	Executive Officer of the Company (to present)
	Current Position at the Company:	Responsibilities at the Company:	
	Director	Chief Software & Digital Officer, Executive General Manager of DX Strategy Center, and President of CSS Company	
	The reasons why the Company elects him as a candidate for Director: Mr. Kenji Suzuki worked primarily in the electronic engineering field at the Company. He has served as Director, Executive Vice President since 2021 and is presently Director, Executive Officer (to present), and Chief Software & Digital Officer, engaged in the Company's management. He is recommended for the position of Director as he is expected to make use of his extensive experience and wide-ranging insights into overall corporate management and DX of the Company.		
	Date of birth:	Special interest relationship with the Company:	
	September 6, 1959 (63 years old)	-	
	Important concurrent position:	Number of shares of the Company held:	
	-	8,400 shares	
	Number of years since the candidate assumed the office of Director:	Attendance to Board of Directors' Meetings:	
	2 years (at the closing of this General Meeting of Shareholders)	13/13 (100.0%)	

Candidate No.	Name	Career summary	
3	Shintaro Ito Reelected	April 1983	Joined the Company
		June 2010	Managing Officer of the Company
		April 2017	Senior Managing Officer of the Company
		April 2019	Executive Officer of the Company
		April 2021	Executive Vice President of the Company
		June 2021	Director of the Company (to present)
		April 2022	Executive Officer of the Company (to present)
	Current Position at the Company: Director	Responsibilities at the Company: Chief Administrative Officer, and Executive Vice President, in charge of Internal Audit Department	
	The reasons why the Company elects him as a candidate for Director: Mr. Shintaro Ito worked primarily in the Managerial Administration Sector at the Company and has management experience serving as top management of a Group company overseas. Since 2021, he has been engaged in the Company's management, serving as Director and Executive Vice President, and is presently Director and Executive Officer (to present), and Chief Administrative Officer and Executive Vice President of the Company. He is recommended for the position of Director as he is expected to make use of his extensive experience and wide-ranging insights into overall corporate management for the management of the Company.		
	Date of birth: March 19, 1961 (62 years old)	Special interest relationship with the Company: -	
	Important concurrent position: Outside Corporate Auditor of EXEDY Corporation	Number of shares of the Company held: 18,400 shares	
	Number of years since the candidate assumed the office of Director: 2 years (at the closing of this General Meeting of Shareholders)	Attendance to Board of Directors' Meetings: 13/13 (100.0%)	

Candidate No.	Name	Career summary	
4	Yoshihisa Yamamoto Reelected	April 1989	Joined Aisin AW Co., Ltd.
		April 2015	Executive Officer of Aisin AW Co., Ltd.
		April 2020	Senior Managing Officer of Aisin AW Co., Ltd.
		April 2021	Executive Vice President of the Company
		April 2022	Executive Officer of the Company (to present)
		June 2022	Director of the Company (to present)
		Current Position at the Company:	Director
The reasons why the Company elects him as a candidate for Director: Mr. Yoshihisa Yamamoto worked primarily in the technology development field of Powertrain at the Company. Since 2021 he has served as Executive Vice President of the Company and is presently Director, Executive Officer (current position), Chief Electric Strategy Office and Chief Technology Strategy Officer, engaged in the Company's Management. He is recommended for the position of Director as he is expected to make use of his extensive experience and wide-ranging insights concerning overall management and the Electric Strategy of the Company.			
Date of birth:	December 17, 1964 (58 years old)	Special interest relationship with the Company:	—
Important concurrent position:	—	Number of shares of the Company held:	5,200 shares
Number of years since the candidate assumed the office of Director:	1 year (at the closing of this General Meeting of Shareholders)	Attendance to Board of Directors' Meetings:	11/11 (100.0%)

Candidate No.	Name	Career summary	
5	Michiyo Hamada Reelected Outside Director Independent Female Director	April 1974	Associate Professor at School of Law, Nagoya University
		April 1985	Professor at Nagoya University
		June 2004	Audit & Supervisory Board Member of the Company
		April 2008	President of Nagoya University Graduate School of Law
		April 2009	Commissioner of Japan Fair Trade Commission
		April 2009	Professor Emeritus at Nagoya University (to present)
		June 2014	Outside Corporate Auditor of TOHO GAS Co., Ltd.
		June 2014	Outside Corporate Auditor of the Metropolitan Expressway Company Limited
		June 2015	Outside Director of Sangetsu Corporation (to present)
		June 2016	Director of the Company (to present)
		June 2020	Outside Director of TOHO GAS Co., Ltd. (to present)
		Current Position at the Company:	Responsibilities at the Company:
		Outside Director	–
		The reasons why the Company elects her as a candidate for Outside Director and overview of her expected role: Ms. Michiyo Hamada has an extensive career including Professor at School of Law, Nagoya University, Commissioner of the Japan Fair Trade Commission, Outside Officer of other companies, etc., and has a high degree of expertise concerning the Companies Act and the Antimonopoly Act accumulated throughout her career. She is recommended as Outside Director of the Company as she is expected to make use of her expertise and broad experience concerning corporate governance to provide supervision of Company operations from a legal standpoint and independent position, as well as advice and opinions related to corporate governance.	
		Date of birth:	Special interest relationship with the Company:
		November 25, 1947 (75 years old)	–
		Important concurrent position:	Number of shares of the Company held:
		Outside Director of TOHO GAS Co., Ltd. Outside Director of Sangetsu Corporation	3,700 shares
		Number of years since the candidate assumed the office of Director:	Attendance to Board of Directors' Meetings:
		7 years (at the closing of this General Meeting of Shareholders)	13/13 (100.0%)

Candidate No.	Name	Career summary	
6	Seiichi Shin Reelected Outside Director Independent Director	May 1988	Associate Professor at Institute of Information Sciences and Electronics, University of Tsukuba
		April 1992	Associate Professor at Faculty of Engineering, University of Tokyo
		April 1995	Associate Professor at Graduate School of Engineering, University of Tokyo
		April 1998	Associate Professor at Engineering Research Institute, School of Engineering, University of Tokyo
		March 2001	Director, The Society of Instrument and Control Engineers
		April 2006	Professor at Faculty of Informatics and Engineering, University of Electro-Communications
		March 2012	Director and Vice President, The Society of Instrument and Control Engineers President, Control System Security Center
		March 2013	Director and President, The Society of Instrument and Control Engineers
		April 2015	Professor at Faculty of Informatics and Engineering, University of Electro-Communications
		April 2018	Dean of Faculty of Informatics and Engineering, University of Electro-Communications
		April 2020	Professor Emeritus at University of Electro-Communications (to present)
		October 2020	Director, Advanced Research Laboratory, Canon Medical Systems Corporation (to present)
		June 2021	Director of the Company (to present)
Current Position at the Company:		Responsibilities at the Company:	
Outside Director		–	
<p>The reasons why the Company elects him as a candidate for Outside Director and overview of his expected role:</p> <p>Mr. Seiichi Shin has held positions including Professor at Faculty of Informatics and Engineering, University of Electro-Communications. He is recommended for the position of Outside Director as he is expected to make use of his high level of expertise centered on measurement engineering and control engineering and his wide-ranging insight developed over his career to provide supervision from an independent standpoint, as well as a wide range of advice and opinions, centered on technology development at the Company.</p>			
Date of birth:		Special interest relationship with the Company:	
May 8, 1954 (69 years old)		–	
Important concurrent position:		Number of shares of the Company held:	
Director, Advanced Research Laboratory, Canon Medical Systems Corporation		900 shares	
Number of years since the candidate assumed the office of Director:		Attendance to Board of Directors' Meetings:	
2 years (at the closing of this General Meeting of Shareholders)		13/13 (100.0%)	

Candidate No.	Name	Career summary	
7	Koji Kobayashi Reelected Outside Director	April 1972	Joined Toyota Motor Co., Ltd.
		June 2004	Managing Officer of Denso Corporation
		June 2007	Senior Managing Member of the Board of Denso Corporation
		June 2010	Vice President and Member of the Board of Denso Corporation
		June 2015	Vice Chairman and Member of the Board of Denso Corporation
		February 2016	Advisor of Toyota Motor Corporation
		April 2017	Senior Advisor of Toyota Motor Corporation
		January 2018	Executive Vice President of Toyota Motor Corporation Member of the Board of Denso Corporation
		June 2018	Executive Vice President and Member of the Board of Directors of Toyota Motor Corporation
		April 2020	“Banto,” Member of the Board of Directors, and Operating Officer of Toyota Motor Corporation
June 2021	Director of the Company (to present)		
April 2021	“Banto” and Executive Fellow of Toyota Motor Corporation (to present)		
		Current Position at the Company: Outside Director	Responsibilities at the Company: –
		The reasons why the Company elects him as a candidate for Outside Director and overview of his expected role: Mr. Koji Kobayashi is recommended for the position of Outside Director as he is expected to make use of his extensive experience and wide-ranging expertise as a management executive over many years at Toyota Motor Corporation and other companies in the automobile industry in order to provide advice and opinions from a broad perspective to the management of the Company.	
		Date of birth: October 23, 1948 (74 years old)	Special interest relationship with the Company: –
		Important concurrent position: “Banto” and Executive Fellow of Toyota Motor Corporation	Number of shares of the Company held: 0 shares
		Number of years since the candidate assumed the office of Director: 2 years (at the closing of this General Meeting of Shareholders)	Attendance to Board of Directors’ Meetings: 13/13 (100.0%)

Candidate No.	Name	Career summary	
8	Tsuguhiko Hoshino Newly elected Outside Director Independent	April 1983	Joined the Ministry of Finance
		July 2011	Deputy Director General of the Minister's Secretariat, Ministry of Finance
		July 2015	First Deputy Commissioner, National Tax Agency
		June 2016	Director General of the Tax Bureau, Ministry of Finance
		July 2019	Commissioner, National Tax Agency
		June 2021	Outside Director of Tokyu Fudosan Holdings Corporation (to present)
		June 2021	Board Member (Vice Chairman) of The General Insurance Association of Japan (to present)
		Current Position at the Company:	Responsibilities at the Company:
		–	–
		The reasons why the Company elects him as a candidate for Outside Director and overview of his expected role:	
		Mr. Tsuguhiko Hoshino has served as Commissioner of the National Tax Agency and also worked at a Japanese embassy abroad. Through this professional experience, he has gained advanced expertise in finance, monetary policy, legal affairs and compliance. He is recommended for the position of Outside Director as he is expected to provide supervision and broad advice and opinions from an independent standpoint regarding the overall execution of business of the Company utilizing his extensive experience and broad insight gained from his supervisory experience as an Outside Director of a company in another business sector.	
		Date of birth:	Special interest relationship with the Company:
		November 6, 1959 (63 years old)	–
		Important concurrent position:	Number of shares of the Company held:
		Outside Director of Tokyu Fudosan Holdings Corporation Board Member (Vice Chairman) of The General Insurance Association of Japan	0 shares

- Notes: 1. The Company was created by the merger of Aisin Seiki Co., Ltd. and Aisin AW Co., Ltd. (which had changed its name from Aisin-Warner Ltd. in March 1988) and changed the company name to AISIN CORPORATION in April 2021.
2. The age, position and responsibility of each candidate are accurate as of the date of this General Meeting of Shareholders.
3. Ms. Michiyo Hamada, Mr. Seiichi Shin, Mr. Koji Kobayashi, and Mr. Tsuguhiko Hoshino are the candidates for Outside Directors stipulated in Article 2, Paragraph 3, Item 7 of the Ordinance for Enforcement of the Companies Act. The Company has registered Ms. Michiyo Hamada, Mr. Seiichi Shin, and Mr. Tsuguhiko Hoshino as Independent Directors as specified by Tokyo Stock Exchange, Inc.
4. The term of office of Ms. Michiyo Hamada as Outside Director of the Company will reach seven years at the closing of this General Meeting of Shareholders.
5. The term of office of Mr. Seiichi Shin and Mr. Koji Kobayashi as Outside Directors of the Company will reach two years at the closing of this General Meeting of Shareholders.
6. The number shown under “Attendance to Board of Directors’ Meetings” for Mr. Yoshihisa Yamamoto indicates his attendance to the meetings that were held after his inauguration on June 17, 2022.
7. The Company has entered into agreements with Ms. Michiyo Hamada, Mr. Seiichi Shin and Mr. Koji Kobayashi to limit the liability stipulated by Article 423, Paragraph 1 of the Companies Act to the amount stipulated by Article 425, Paragraph 1 of the Companies Act.
8. In the event that Mr. Tsuguhiko Hoshino is elected as a Director, the Company will enter into an agreement with him to limit the liability stipulated by Article 423, Paragraph 1 of the Companies Act to the amount stipulated by Article 425, Paragraph 1 of the Companies Act.

9. The Company has entered into an agreement with an insurance company for a liability insurance policy for directors and other officers as stipulated by Article 430-3, Paragraph 1 of the Companies Act. If this proposal is adopted in its current form and each candidate takes office as Director, he/she will be covered by this insurance policy, which will compensate him/her for damages and litigation costs, etc., that he/she may incur upon being subject to claims for damages arising from actions undertaken in the course of his/her duties as an officer of the Company. The Company is planning to renew this insurance policy in September 2023.

Proposal No. 2: Election of One Substitute Audit & Supervisory Board Member

In preparation for circumstances in which the number of Audit and Supervisory Board members stipulated by law is not satisfied, this proposal requests the election of one Outside Audit & Supervisory Board Member as a substitute for Outside Audit & Supervisory Board Member Junko Ueda and for Katsuhiko Kashiwagi. In the event that the candidate takes office as an Audit & Supervisory Board Member, the term of office shall be the remaining term of office of the predecessor. This proposal shall remain in effect until the start of the next Annual General Meeting of Shareholders. However, it can be cancelled prior to the substitute taking office by a resolution at a Board of Directors Meeting with the consent of the Audit & Supervisory Board. The Audit & Supervisory Board has already approved this Proposal No. 2.

The candidate for Substitute Audit & Supervisory Board Member is as follows:

Name	Career summary	
Hidenori Nakagawa Reelected Outside Audit & Supervisory Board Member Independent	April 1992	Registered as an attorney at law Joined Nagashima & Ohno
	September 1997	Kirkland & Ellis LLC
	April 1998	Admitted to the New York State bar
	September 1998	Legal Transactions Management Department, Tokyo Branch of Merrill Lynch Japan International
	April 2003	Seconded to UFJ Strategic Partners
	July 2004	Partner of TMI Associates (to present)
	June 2019	Outside Corporate Auditor of Nice Corporation
December 2019	(to present) Outside Corporate Auditor of Airweave Inc.	
Current Position at the Company:		-
The reasons why the Company elects him as a candidate for Substitute Audit & Supervisory Board Member:		Mr. Hidenori Nakagawa has been active as an attorney in fields including general corporate law and compliance for many years, and also has experience as an outside director at other companies. He is recommended for the position of Substitute Outside Audit & Supervisory Board Member to make use of his high level of expertise, broad experience, and other characteristics for the audit of the Company.
Date of birth:	Special interest relationship with the Company:	-
November 20, 1967 (55 years old)		Number of shares of the Company held:
Important concurrent position:	0 shares	
Partner of TMI Associates		
Outside Corporate Auditor of Nice Corporation		

Notes: 1. Mr. Hidenori Nakagawa is the candidate for Substitute Outside Audit & Supervisory Board Member.

2. The age and position of the above candidate for Substitute Audit & Supervisory Board Member are accurate as of the date of this General Meeting of Shareholders.
3. In the event that this proposal is approved in its current form and Mr. Hidenori Nakagawa takes office as an Audit & Supervisory Board Member, the Company will enter into an agreement with him to limit the liability stipulated by Article 423, Paragraph 1 of the Companies Act to the amount stipulated by Article 425, Paragraph 1 of the Companies Act.
4. The Company has entered into an agreement with an insurance company for a liability insurance policy for directors and other officers as stipulated by Article 430-3, Paragraph 1 of the Companies Act. If this proposal is adopted in its current form and Mr. Hidenori Nakagawa takes office as an Audit & Supervisory Board Member, he will be covered by this insurance policy, which will compensate him for damages and litigation costs, etc., that he may incur upon being subject to claims for damages arising from actions undertaken in the course of his duties as an officer of the Company. The Company is planning to renew this insurance policy in September 2023.

<Reference>

(1) Officer structure if Proposals No. 1 is approved

The skills and experience of Directors and Audit & Supervisory Board Members of the Company will be as follows:

Name		Company management	Industry knowledge	Technology development	Production engineering / Manufacturing	DX	Sales / Procurement	Finance / Accounting	Legal affairs/ CSR	Global
Directors	Moritaka Yoshida	○	○	○						○
	Kenji Suzuki	○	○	○		○	○			
	Shintaro Ito	○	○					○	○	○
	Yoshihisa Yamamoto	○	○	○	○					○
	Michiyo Hamada	Outside Independent Female							○	○
	Seiichi Shin	Outside Independent		○	○	○				
	Koji Kobayashi	Outside	○	○			○	○	○	
	Tsuguhiko Hoshino	Outside Independent						○	○	○
Audit & Supervisory Board Members	Makoto Mitsuya	○	○					○	○	○
	Kiyomi Kato	Female	○					○	○	
	Junko Ueda	Outside Independent Female							○	○
	Katsuhiro Kashiwagi	Outside Independent	○					○		

(2) Overall approach to the Board of Directors and Audit & Supervisory Board and procedures for nomination

When appointing Directors and Audit & Supervisory Board Members of the Company, the Company seeks the optimum balance of knowledge, experience and skills to ensure the suitable, swift and fair decision-making for the purpose of achieving sustainable growth and increase our value as a company in the medium and long term. The Company takes a comprehensive approach, including electing multiple Outside Directors with advanced expertise inside and outside the industry. The Company is conscious of the importance of Group management and elects personnel who have extensive experience and wide-ranging knowledge from subsidiaries in Japan and overseas as Directors of the Company.

In particular, the Company selects human resources with expertise in the core areas of “electrification,” “carbon neutrality,” “software-first/DX” that the Company should engage with over the medium to long term and the fields of environment, society, and governance, which form the management platform that supports the Company’s activities. In the above list of skills and experience, technology development includes the fields of “electrification” and “carbon neutrality,” production engineering includes the fields of “carbon neutrality” and “environment,” and legal affairs/CSR includes the fields of “society (human rights and human capital),” and “governance (compliance and risk management).”

Regarding procedures for nomination, election, and dismissal, these matters are considered based on the above policy by the Executive Nomination Council, at which independent Outside Directors comprise a majority of the council members.