

# Independent Officers Notification

## 1. Fundamental Information

Corporate Name	JVCKENWOOD Corporation			Trading Code	6632
Date of Notification	2025/5/21	Date of Change	2025/6/25		
Reason for Submitting Notification	Following the submission of proposals for the election of External Directors (excluding Directors who are Audit & Supervisory Committee Members) and External Directors who are Audit & Supervisory Committee Members at the Ordinary General Meeting of Shareholders.				
<input checked="" type="checkbox"/> All of those eligible as Independent Officers are appointed as Independent Officers					

## 2. Matters regarding Independent Officers and Independency of the External Director of the Board

No.	Name	External Director of the Board/ External Audit & Supervisory Board Member	Independent Officer	Criteria (a) through (l) are explained below (*2 & *3)														Details	Acceptance
				a	b	c	d	e	f	g	h	i	j	k	l	N /A			
1	HAMASAKI Yuji	External Director of the Board	○										△					Yes	
2	ONITSUKA Hiromi	External Director of the Board	○										△					Yes	
3	HIRAKO Yuji	External Director of the Board	○													○		Yes	
4	HIRANO Satoshi	External Director of the Board	○													○		Yes	
5	FUJIOKA Tetsuya	External Director of the Board	○										△				Newly	Yes	
6	EBINUMA Ryuichi	External Director of the Board	○										△				Newly	Yes	
7	KOBASHIKAWA Yasuko	External Director of the Board	○													○	Newly	Yes	

## 3. Reasons for Appointment

No.	Explanation of whether applicable for the above (a) through (l) criteria	Reasons for Appointment
1	<p>No mutual relationship exists between MEIDENSHA CORPORATION, where Mr. HAMASAKI Yuji concurrently holds office, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding.</p> <p>Sumitomo Electric Industries, Ltd. ("Sumitomo Electric"), where Mr. HAMASAKI previously served as an executive, and the Company had in the past business relations with regard to purchases and sales (there was no business relationship during the consolidated fiscal year under review). However, the transactions in the past amounted to less than one (1) percent of the consolidated net sales in each corresponding fiscal year of the Company or Sumitomo Electric, and do not fall under major transactions for either the Company or Sumitomo Electric. Moreover, no other mutual relationship exists between Sumitomo Electric and the Company, including donations, mutual dispatch of directors or shareholding.</p> <p>In addition, Mr. HAMASAKI resigned as an executive of Sumitomo Electric more than ten (10) years ago and currently has no relationship with the company. No mutual relationship exists between The Japan Electrical Manufacturers' Association, where Mr. HAMASAKI previously served as an executive, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding.</p> <p>In addition, Mr. HAMASAKI has not been an operating officer or the like of the Company's major business partners and major shareholders in the past other than that stated above.</p> <p>For these reasons, the Company regards him as independent.</p>	<p>&lt;Reasons for nomination as External Director&gt; The Company has nominated Mr. HAMASAKI Yuji as a Director and expects that his extensive experience, knowledge, professional views and personal relationships in information &amp; communication as well as heavy electric-related fields obtained through business and management of listed companies outside the Group will be utilized in the Company's management and contribute to the enhancement of the corporate value of the Group. The Company also expects that he will play an active role in supervising the Company's management by providing advice and proposals to the Company as an objective third party not involved in the Group's business execution in order to ensure the appropriateness and correctness of the decision-making process by the Board of Directors.</p> <p>&lt;Reasons for designation as Independent Director&gt; The Company has designated Mr. HAMASAKI Yuji as an Independent Director, based on the Company's "Criteria for Judgment of Independence" as stated in "4. Supplementary Explanation," which objectively determines the independence of a director, and has determined that he has sufficient independence and is free from any risk of conflict of interest with general shareholders.</p>

2	<p>Tokyo Electron Device Limited ("Tokyo Electron"), where Ms. ONITSUKA Hiromi concurrently holds office, had in the past and currently has business relations with the Company with regard to purchases and sales. Tokyo Electron's transactions with the Company in the past and in the consolidated fiscal year under review amounted to approximately 4 billion yen, which exceeds the one (1) percent of the consolidated net sales of the Company or Tokyo Electron in each corresponding fiscal year. However, this does not fall under major transactions for either the Company or Tokyo Electron. In addition, no other mutual relationship exists between Tokyo Electron and the Company, including donations, mutual dispatch of directors or shareholding. Tokyo Shibaura Electric Co., Ltd. (currently TOSHIBA CORPORATION) ("TOSHIBA"), where Ms. ONITSUKA previously served as an executive, had in the past business relations with the Company with regard to purchases (no business relations in the consolidated fiscal year under review). The amount of transactions between the Company and TOSHIBA in the consolidated fiscal year ended March 31, 2013 amounted to about 4 billion yen, more than one (1) percent of the consolidated net sales of the Company and less than one (1) percent of the consolidated net sales of TOSHIBA, in each corresponding fiscal year. However, this does not fall under major transactions for either the Company or TOSHIBA. No other mutual relationship exists between TOSHIBA and the Company, including donations, mutual dispatch of directors or shareholding. Ms. ONITSUKA resigned as an executive of TOSHIBA more than ten (10) years ago and currently has no relationship with the company. Regarding companies where Ms. ONITSUKA previously served as an executive, Yahoo Japan Corporation and Z Holdings Corporation (currently LY Corporation) and the Company had in the past and currently have business relations with regard to purchases: Toshiba Medical Systems Corporation (currently Canon Medical Systems Corporation) ("Toshiba Medical") had in the past and currently have business relations with regard to sales. However, the transactions with the Company amounted to less than one (1) percent of the consolidated net sales of the Company or each of these companies and do not fall under major transactions for any of the companies. Moreover, no other mutual relationship exists between these companies and the Company, including donations, mutual dispatch of directors or shareholding. Ms. ONITSUKA resigned as an executive of Yahoo Japan Corporation (currently LY Corporation) about one (1) year ago, resigned as an executive of Z Holdings Corporation (currently LY Corporation) four (4) years ago, and resigned as an executive of Toshiba Medical Systems Corporation (currently Canon Medical Systems Corporation) over ten (10) years ago, and currently has no relationship with any of these companies. No mutual relationship exists between eBook Initiative Japan Co., Ltd. (currently LINE Digital Frontier Corporation), where she previously served as an executive, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding.</p> <p>In addition, Ms. ONITSUKA has not been an operating officer or the like of the Company's major business partners and major shareholders in the past other than that stated above.</p> <p>For these reasons, the Company regards her as independent.</p>	<p>&lt;Reasons for nomination as External Director&gt; The Company has nominated Ms. ONITSUKA Hiromi as a Director and expects that her extensive experience, knowledge, professional views and personal relationships in the information and electrical industries, mainly OEM sales and overseas distributor sales, gained through business operations and corporate management at listed companies outside the Group will be utilized in the Company's management and also contribute to the enhancement of the corporate value of the Group. As an independent officer, the Company also expects that she will play an active role in supervising the Company's management by providing advice and proposals to the Company as a third party not involved in the Group's business execution in order to ensure the appropriateness and correctness of the decision-making process by the Board of Directors.</p> <p>&lt;Reasons for designation as Independent Director&gt; The Company has designated Ms. ONITSUKA Hiromi as an Independent Director, based on the Company's "Criteria for Judgment of Independence" as stated in "4. Supplementary Explanation," which objectively determines the independence of a director, and has determined that she has sufficient independence and is free from any risk of conflict of interest with general shareholders.</p>
3	<p>Kyushu Electric Power Company, Incorporated ("Kyushu Electric Power"), where Mr. HIRAKO Yuji concurrently holds office, had in the past and currently has business relations with the Company with regard to purchases. However, Kyushu Electric Power's transactions with the Company in the past and in the consolidated fiscal year under review amounted to less than one (1) percent of the consolidated net sales of the Company or Kyushu Electric Power in each corresponding fiscal year, and do not fall under major transactions for either the Company or Kyushu Electric Power. In addition, no mutual relationship exists between Kyushu Electric Power and the Company, including donations, mutual dispatch of directors or shareholding. In addition, no mutual relationship exists between ANA Holdings Inc. and Seven Bank, Ltd., where Mr. HIRAKO concurrently serves, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding. SMBC Nikko Securities Inc., where Mr. HIRAKO Yuji is scheduled to concurrently hold office, had business relations with the Company with regard to payment of fees in securities transactions, etc. in the consolidated fiscal year under review. However, these transactions amounted to less than one (1) percent of the consolidated net sales of the Company or SMBC Nikko Securities Inc., and do not fall under major transactions for either the Company or SMBC Nikko Securities Inc. Moreover, while SMBC Nikko Securities Inc. owns 229,526 shares of the Company (with an ownership ratio of less than 0.2%), this ownership is for purposes related to the securities operations of SMBC Nikko Securities Inc. and does not constitute a significant capital relationship, and no mutual relationship exists between SMBC Nikko Securities Inc. and the Company, including donations or mutual dispatch of directors.</p> <p>In addition, Mr. HIRAKO has not been an operating officer or the like of the Company's major business partners and major shareholders in the past other than that stated above.</p> <p>For these reasons, the Company regards him as independent.</p>	<p>&lt;Reasons for nomination as External Director&gt; The Company has nominated Mr. HIRAKO Yuji as a Director and expects that his extensive experience, knowledge, professional views and personal relationships obtained through his corporate management, etc., of listed companies outside the Group and corporate management both inside and outside Japan will be utilized in the Company's management and also contribute to the enhancement of the corporate value of the Group. As an independent officer, the Company also expects that he will play an active role in supervising the Company's management by providing advice and proposals to the Company as an objective third party not involved in the Group's business execution in order to ensure the appropriateness and correctness of the decision-making process by the Board of Directors.</p> <p>&lt;Reasons for designation as Independent Director&gt; The Company has designated Mr. HIRAKO Yuji as an Independent Director, based on the Company's "Criteria for Judgment of Independence" as stated in "4. Supplementary Explanation," which objectively determines the independence of a director, and has determined that he has sufficient independence and is free from any risk of conflict of interest with general shareholders.</p>

4	<p>No mutual relationship exists between TOPCON Corporation, where Mr. HIRANO Satoshi concurrently holds office, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding. In addition, no mutual relationship exists between Topcon Positioning Systems, Inc., where he previously served as an executive, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding.</p> <p>No mutual relationship has existed or currently exists between SAXA, Inc., where Mr. HIRANO Satoshi is scheduled to concurrently hold office, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding.</p> <p>In addition, Mr. HIRANO has not been an operating officer or the like of the Company's major business partners and major shareholders in the past other than that stated above.</p> <p>For these reasons, the Company regards him as independent.</p>	<p>&lt;Reasons for nomination as External Director&gt; The Company has nominated Mr. HIRANO Satoshi as a Director and expects that his extensive experience, knowledge, professional views and personal relationships obtained through his work at manufacturing and technology departments, etc., of listed companies outside the Group and corporate management both inside and outside Japan as a Director will be utilized in the Company's management and also contribute to the enhancement of the corporate value of the Group. As an independent officer, the Company also expects that he will play an active role in supervising the Company's management by providing advice and proposals to the Company as an objective third party not involved in the Group's business execution in order to ensure the appropriateness and correctness of the decision-making process by the Board of Directors.</p> <p>&lt;Reasons for designation as Independent Director&gt; The Company has designated Mr. HIRANO Satoshi as an Independent Director, based on the Company's "Criteria for Judgment of Independence" as stated in "4. Supplementary Explanation," which objectively determines the independence of a director, and has determined that he has sufficient independence and is free from any risk of conflict of interest with general shareholders.</p>
5	<p>No mutual relationship exists between Nippon Sheet Glass Co., Ltd., where Mr. FUJIOKA Tetsuya is scheduled to concurrently hold office, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding.</p> <p>NEC Corporation, where Mr. FUJIOKA Tetsuya previously served as an executive, and the Company had in the past and currently has business relations with regard to purchases and sales. However, the transactions in the past and in the consolidated fiscal year under review amounted to less than one (1) percent of the consolidated net sales in each corresponding fiscal year of the Company or NEC Corporation, and do not fall under major transactions for either the Company or NEC Corporation. Moreover, no other mutual relationship exists between NEC Corporation. and the Company, including donations, mutual dispatch of directors or shareholding. Mr. FUJIOKA Tetsuya resigned as an executive of NEC Corporation seven (7) years ago and currently has no relationship with NEC Corporation.</p> <p>In addition, NEC Capital Solutions Limited, where Mr. FUJIOKA previously served as an executive, and the Company had in the past business relations with regard to sales (there was no business relationship during the consolidated fiscal year under review). However, the transactions in the past amounted to less than one (1) percent of the consolidated net sales of the Company or NEC Capital Solutions Limited, and do not fall under major transactions for either the Company or NEC Capital Solutions Limited. Moreover, no other mutual relationship exists between NEC Capital Solutions Limited and the Company, including donations, mutual dispatch of directors or shareholding. Mr. FUJIOKA Tetsuya resigned as an executive of NEC Corporation five (5) years ago and currently has no relationship with NEC Capital Solutions Limited.</p> <p>No mutual relationship exists between NEC Europe Ltd. (London), where he previously served as an executive, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding.</p> <p>In addition, Mr. FUJIOKA has not been an operating officer or the like of the Company's major business partners and major shareholders in the past other than that stated above.</p> <p>For these reasons, the Company regards him as independent.</p>	<p>&lt;Reasons for nomination as External Director who is Audit &amp; Supervisory Committee Member&gt; The Company has nominated Mr. FUJIOKA Tetsuya as an External Director who is an Audit &amp; Supervisory Committee Member and expects that his extensive experience, knowledge, professional views that were obtained through his experience in the finance and accounting division of listed companies outside the Group and at an overseas corporation, as well as his corporate management experience, etc. as an Audit &amp; Supervisory Board Member and his experience in performing his duties from an objective standpoint independent from the Group as an independent external Audit &amp; Supervisory Board Member of the Company, will continue to be utilized in his position overseeing and auditing the Company's management at the Board of Directors and Audit &amp; Supervisory Committee.</p> <p>&lt;Reasons for designation as Independent Director&gt; The Company has designated Mr. FUJIOKA Tetsuya as an Independent Director, based on the Company's "Criteria for Judgment of Independence" as stated in "4. Supplementary Explanation," which objectively determines the independence of a director, and has determined that he has sufficient independence and is free from any risk of conflict of interest with general shareholders.</p>
6	<p>No mutual relationship exists between Yukaze Biomedical and Nikuni Co., Ltd., where Mr. EBINUMA Ryuichi concurrently serves, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding. In addition, Canon Inc., where Mr. EBINUMA Ryuichi previously served as an executive, and the Company had in the past and currently has business relations with regard to purchases and sales. However, the transactions in the past and in the consolidated fiscal year under review amounted to less than one (1) percent of the consolidated net sales in each corresponding fiscal year of the Company or Canon Inc., and do not fall under major transactions for either the Company or Canon Inc. Moreover, no other mutual relationship exists between Canon Inc. and the Company, including donations, mutual dispatch of directors or shareholding. Mr. EBINUMA resigned as an executive of Canon Inc. three (3) years ago and currently has no relationship with the company.</p> <p>In addition, Mr. EBINUMA has not been an operating officer or the like of the Company's major business partners and major shareholders in the past other than that stated above.</p> <p>For these reasons, the Company regards him as independent.</p>	<p>&lt;Reasons for nomination as External Director who is Audit &amp; Supervisory Committee Member&gt; The Company has nominated Mr. EBINUMA Ryuichi as an External Director who is an Audit &amp; Supervisory Committee Member and expects that his extensive experience, knowledge, professional views that were obtained through extensive work in the manufacturing and technical departments, etc. of listed companies outside the Group, as well as his corporate management experience, etc. as an Audit &amp; Supervisory Board Member and his experience in performing his duties from an objective standpoint independent from the Group as an independent external Audit &amp; Supervisory Board Member of the Company, will continue to be utilized in his position overseeing and auditing the Company's management at the Board of Directors and Audit &amp; Supervisory Committee.</p> <p>&lt;Reasons for designation as Independent Director&gt; The Company has designated Mr. EBINUMA Ryuichi as an Independent Director, based on the Company's "Criteria for Judgment of Independence" as stated in "4. Supplementary Explanation," which objectively determines the independence of a director, and has determined that he has sufficient independence and is free from any risk of conflict of interest with general shareholders.</p>

7	<p>No mutual relationship exists between JK &amp; CREW Tax Office or Nitto Denko Corporation, where Ms.KOBASHIKAWA Yasuko concurrently holds office, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding. No mutual relationship exists between MIKASA&amp;Co. or ARTNATURE INC., where she previously served as an executive, and the Company, such as business transactions including donations, mutual dispatch of directors or shareholding.</p> <p>In addition, Ms. KOBASHIKAWA has not been an operating officer or the like of the Company's major business partners and major shareholders in the past other than that stated above.</p> <p>For these reasons, the Company regards her as independent.</p>	<p>&lt;Reasons for nomination as External Director who is Audit &amp; Supervisory Committee Member&gt;</p> <p>The Company has nominated Ms. KOBASHIKAWA Yasuko as an External Director who is Audit &amp; Supervisory Committee Member and expects that her extensive knowledge in finance and accounting gained as a certified public accountant and tax accountant, as well as her corporate management experience, etc. as an external Director and Outside Corporate Auditor at listed companies outside of the Group and her experience in performing her duties from an objective standpoint independent from the Group as an independent external Audit &amp; Supervisory Board Member of the Company, will continue to be utilized in her position overseeing and auditing the Company's management at the Board of Directors and Audit &amp; Supervisory Committee. She has never in the past been involved in the management of a company except as an outside officer. However, the Company judges she will be able to appropriately fulfill her duties as an external Director who is an Audit &amp; Supervisory Board Member based on the above reasons.</p> <p>&lt;Reasons for designation as Independent Director&gt;</p> <p>The Company has designated Ms. KOBASHIKAWA Yasuko as an Independent Director, based on the Company's "Criteria for Judgment of Independence" as stated in "4. Supplementary Explanation," which objectively determines the independence of a director, and has determined that she has sufficient independence and is free from any risk of conflict of interest with general shareholders.</p>
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#### 4. Supplementary Explanation

<p>Criteria for Judgment of Independence Article 18 of JVCKENWOOD Corporate Governance Policy</p> <p>In general, to ensure the effectiveness of the supervisory function of the management based on experience, achievements, expertise, insights and other attributes, as well as independence from conflicts of interest with general shareholders, the Company shall elect candidates for external Directors and External Audit &amp; Supervisory Board Members by confirming their business backgrounds and ensuring that they are not principal shareholders of the Company or have never been engaged in business execution at the Company's main business partners (with a transaction value of one (1) percent or more of the consolidated net sales of the Company), based on its criteria and policies for independence set out in accordance with the "Guidelines concerning Listed Company Compliance, etc." (III 5. (3)-2) established by the Tokyo Stock Exchange, Inc.</p> <p>III 5. (3)-2 of the "Guidelines concerning Listed Company Compliance, etc." (revised April 1, 2024) of the Tokyo Stock Exchange, Inc.</p> <p>The status of a person(s) who is reported to Tokyo Stock Exchange, Inc. as being an independent director(s)/auditor(s) by the issuer of a listed domestic stock pursuant to the provisions of Rule 436-2 "Handling of the Securing of Independent Director(s)/Auditor(s)" of the Enforcement Rules for Securities Listing Regulations when such person falls under any of the following a. to d.:</p> <p>a. A person for which said company is a major client or a person who executes business for such person, or a major client of said company or a person who executes business for such client;</p> <p>b. A consultant, accounting professional or legal professional (in the case of a group such as a corporation or association, this shall refer to a person belonging to such group) who receives a large amount of money or other asset other than remuneration for directorship/auditorship from said company; or</p> <p>c. A person who has recently fallen under a. or the preceding b.</p> <p>c-2. A person who has fallen under the following (a) or (b) at anytime within 10 years before taking office</p> <p>(a) A person who executes business for a parent company of said company (including a director who does not execute business or an auditor in cases where said company designates its outside auditor as an independent director); or</p> <p>(b) A person who executes business for a fellow subsidiary of said company.</p> <p>d. A close relative of a person referred to in any of the following (a) to (f) (excluding those of insignificance);</p> <p>(a) A person referred to in a. to the preceding c-2.;</p> <p>(b) Accounting advisor of said company (limited to cases where said company designates its outside auditor as an independent director; if such an accounting advisor is a juridical person, it shall include the employee who is to perform the duties of such an accounting advisor, the same shall apply hereinafter);</p> <p>(c) A person who executes business for a subsidiary of said company (including a director who does not execute business or an accounting advisor in cases where said company designates its outside auditor as an independent auditor);</p> <p>(d) A person who executes business for a parent company of said company (including a director who does not execute business or an auditor in cases where said company designates its outside auditor as an independent auditor);</p> <p>(e) A person who executes business for a fellow subsidiary of said company; or</p> <p>(f) A person who has recently fallen under (b) or (c), or a person who executed business for said company (in cases where an outside auditor is designated as an independent director, including a director who does not execute business).</p>
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- \*1 Explanation of Criteria (a) through (l)
- Executive of the Company or its subsidiary
  - Non-executive director or accounting advisor of the Company or its subsidiaries
  - Non-executive director or executive of a parent company of the Company
  - Audit & Supervisory Board Member of a parent company of the Company
  - Executive of a fellow subsidiary company of the Company
  - A party whose major client or supplier is the Company or an executive thereof
  - Major client or supplier of the Company or an executive thereof
  - Consultant, accountant or legal professional who receives a large amount of monetary consideration or other property from the Company besides compensation as a officer
  - Major shareholder of the Company (or an executive of the said major shareholder if the shareholder is a legal entity)
  - Executive of a client or supplier company of the Company (which does not correspond to any of f, g, or h) (only the officer him or herself)
  - Executive of a company between which and the Company outside directors/auditors are mutually appointed (only the officer him or herself)
  - Executive of a company to which the Company makes contributions (only the officer him or herself)
- Please note that the above explanation of criteria (a) through (l) are brief descriptions of the criteria specified in the TSE regulations.
- \*2 Categories for "Relationship with the Company"
- \* "○" when the director presently falls or has recently fallen under the category; "△" when the director fell under the category in the past
- \* "●" when a close relative of the director presently falls or has recently fallen under the category; "▲" when a close relative of the director in the past