

[Cover]

Document to be filed:	Extraordinary Report
Filing to:	Director-General of the Kanto Local Finance Bureau
Date of filing:	February 28, 2022
Company name (Japanese):	トーセイ株式会社 (<i>Tosei Kabushiki-Kaisha</i>)
Company name (English):	Tosei Corporation
Title and name of representative:	Seiichiro Yamaguchi, President and CEO
Location of head office:	4-5-4, Shibaura, Minato-ku, Tokyo, Japan
Telephone number:	+81-3-5439-8807
Contact person:	Noboru Hirano, Director and CFO
Nearest contact point:	4-5-4, Shibaura, Minato-ku, Tokyo, Japan
Telephone number:	+81-3-5439-8807
Contact person:	Noboru Hirano, Director and CFO
Places where the document to be filed is available for public inspection:	Tokyo Stock Exchange, Inc. (2-1, Nihonbashi-kabutocho, Chuo-ku, Tokyo)

1. Reason for Submission

Tosei Corporation (the “Company”) is submitting this Extraordinary Report in order to disclose matters resolved at its 72nd ordinary general meeting of shareholders held on February 25, 2022, in accordance with Article 24-5, paragraph 4 of the Financial Instruments and Exchange Act and Article 19, paragraph 2, item 9-2 of the Cabinet Office Ordinance relating to disclosure of corporate affairs.

2. Contents of Report

(1) Date of ordinary general meeting of shareholders of the Company

February 25, 2022

(2) Matters resolved at the ordinary general meeting of shareholders

Proposal 1: Appropriation of Surplus

Matters relating to dividends to be distributed at the end of the fiscal year

- a. Matters relating to allotment of dividend property and total amount of dividends to be distributed

Per share of ordinary shares: 38 yen

Total amount of dividends: 1,815,783,564 yen

- b. Effective date

February 28, 2022

Proposal 2: Election of Nine (9) Directors

The Company will elect Seiichiro Yamaguchi, Noboru Hirano, Hideki Nakanishi, Masaaki Watanabe, Shunsuke Yamaguchi, Hitoshi Oshima, Kenichi Shohtoku, Hiroyuki Kobayashi and Masao Yamanaka as Directors of the Company.

(3) Numbers of approving, dissenting, and abstention votes, requirements for approval, as well as results of resolution of each proposal

Matters to be resolved	Approve	Dissent	Abstain	Requirements for approval	Results of Resolution (Proportion of approval)	
Proposal 1	378,659	514	0	(Note 1)	Resolved	99.75%
Proposal 2				(Note 2)		
Seiichiro Yamaguchi	363,130	16,029	0		Resolved	95.66%
Noboru Hirano	373,213	5,949	0		Resolved	98.32%
Masaaki Watanabe	371,697	7,465	0		Resolved	97.92%
Hideki Nakanishi	371,706	7,456	0		Resolved	97.92%
Shunsuke Yamaguchi	371,701	7,461	0		Resolved	97.92%
Hitoshi Oshima	371,704	7,458	0		Resolved	97.92%
Kenichi Shohtoku	376,198	2,963	0		Resolved	99.10%
Hiroyuki Kobayashi	371,258	7,903	0		Resolved	97.80%
Masao Yamanaka	377,524	1,638	0		Resolved	99.45%

- (Note 1) Requires approval by more than a half of shareholders entitled to exercise voting rights present at the ordinary general meeting of shareholders
- (Note 2) Requires (i) attendance of shareholders holding one-third or more of the total number of exercisable voting rights and (ii) approval by more than a half of the total number of voting rights held by such shareholders present at the meeting

(4) Reason for not counting the number of certain voting rights of shareholders present at the ordinary general meeting of shareholders into the number of voting rights

The Company was able to confirm that applicable requirements for approval of each proposal are satisfied, by counting the number of voting rights (i) exercised by the day preceding the date of ordinary general meeting of shareholders and (ii) the numbers of approving and dissenting votes for/against each proposal cast by certain shareholders present at the meeting (including the presence by proxy), and that all proposals were duly approved in accordance with the Companies Act. Therefore, the Company has not counted the number of voting rights of certain shareholders present at the meeting, of which it was unable to confirm approval, dissent, or abstention.