Directors and Audit & Supervisory Board Members

We have set "maximizing corporate value" as a common goal for the Board of Directors (supervision) and the management team led by the CEO (execution). The Board of Directors is run with an emphasis on the monitoring function, performed mainly by Outside Directors. The Board goes beyond that and deepens discussions by offering opinions and suggestions from diverse viewpoints. We position portfolio management, sustainability, and risk management as the most important issues to be supervised and discussed at Board of Directors, and have set appropriate and specific agenda items to ensure that the Board of Directors' monitoring function is carried out effectively.

Tetsuo Tsuneishi

Outside Director

Skills possessed

Please see the website for profile WEB

Term of office as Board Director: 2 years Attendance at BoD meetings in 2024: 15/15

Introduction After joining the then Tokyo Electron Laboratories, Inc. (current Tokyo Electron Ltd.) in 1976 and gaining overseas business experience, he became Chairman of the Board of Directors in 2015. His track record of leading companies to growth as a manager has given him advanced expertise and extensive practical experience in global management and the semiconductor business. He was appointed Vice Chairman of the Japan Association of Corporate Directors in 2022. Since becoming an Outside Director of the Company in 2023, he has been providing important advice on corporate governance reforms aimed at by the Company, utilizing his knowledge of corporate governance.

Significant concurrent positions Corporate Director, Tokyo Electron Device Ltd.

Resonac is characterized by a strong sense of unity among its executive team and agile decision-making and action. To achieve corporate growth through effective monitoring, we discussed the diversity of our Board of Directors in 2024 and established the requirements and necessary skills of Board members.

Kenji Yasukawa

Outside Director

Skills possessed

Please see the website for profile WEB

Term of office as Board Director: 1 year Attendance at BoD meetings in 2024: 12/12

Introduction He joined the then Yamanouchi Pharmaceutical Co., Ltd. (current Astellas Pharma Inc.) in 1986. In April 2023, he was appointed as Representative Director, Chairman of the Board of the company (current position). With a background in a top Japanese pharmaceutical firm that operates globally and has undergone corporate integration, he possesses development experience in the U.S., has been involved in the formulation of management strategy and sales oversight, and has broad experience and insights as a manager of a leading company with diverse human resources. Since taking office in 2024, he has been providing us with important advice from various perspectives by utilizing his knowledge as a corporate manager.

Significant concurrent positions Representative Director, Chairman of the Board, Astellas Pharma Inc.

In terms of remuneration, we established a remuneration system for upper management that matches global levels. We discussed target levels for corporate growth and clarified criteria to ensure that results are reflected in remuneration. Outside directors also represent shareholders, so it is important to have governance that can be clearly explained.

Skills

We have identified the following skills required of Board members to effectively discuss agenda items.

- Global business
- Portfolio management
- Sustainability
- Risk management
- Finance / accounting / capital markets
- Innovation
- Human resource development / corporate culture
- Legal / compliance

Masaru Onishi

Outside Director

Skills possessed

Please see the website for profile WEB

Term of office as Board Director: — Attendance at BoD meetings in 2024: Newly appointed

Introduction He joined Japan Airlines Co., Ltd. in 1978. After accumulating experience in both the maintenance and planning departments, he was appointed as top management of the company immediately after it filed for bankruptcy in 2010. He led the company's rehabilitation as a corporate executives, contributing to its resurgence, and also possesses wide-ranging experience and insight as an outside director in various industries. He also has deep knowledge of and provides advice on safety, which the Company prioritizes.

I am incredibly excited to be joining the Board this year. Although Resonac and Japan Airlines, a manufacturer and an airline, are in very different industries, I plan to utilize my experience to contribute to corporate culture in areas such as safety and diversity.

Izumi Sakakibara

Outside Director

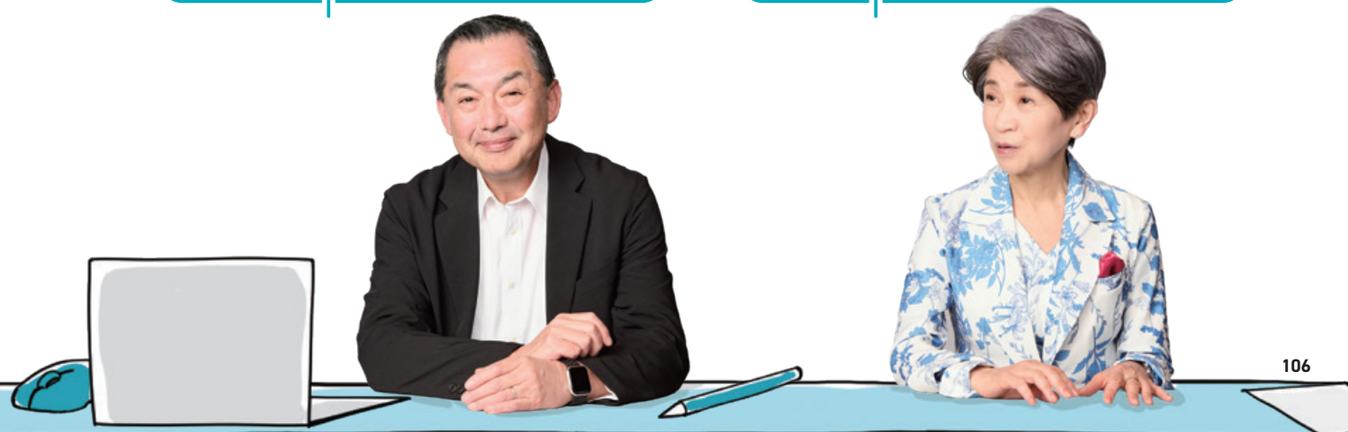
Skills possessed

Please see the website for profile WEB

Term of office as Board Director: — Attendance at BoD meetings in 2024: Newly appointed

Introduction She joined the Ministry of Health and Welfare (current Ministry of Health, Labour and Welfare) in 1982. She possesses experience in the establishment of heart transplant systems, among others, at the Health Policy Bureau, and in the life science field, she was involved in business development, portfolio restructuring, and M&As in Japan and overseas at Toray Industries, Inc., Otsuka Group, and FUJIFILM Corporation. She provides valuable advice to the Company by utilizing her strategic perspectives gained through this wide-ranging experience.

First as an engineer in the field, and then as a manager, I have been working to maximize business value and facilitate innovation. Having been appointed as a Board Director of the Company this year, I will strive to support Resonac in achieving sustainable growth.



Directors and Audit & Supervisory Board Members

Hidehito Takahashi

Skills possessed

Representative Director, President and Chief Executive Officer (CEO)

He joined the then Mitsubishi Bank, Ltd. (current MUFG Bank, Ltd .) in 1986. He has held management positions at GE Japan Holding Corporation and several other foreign companies. Having joined the Company in 2015, he has been promoting the Company's growth strategy as the Chief Strategy Officer (CSO) since 2020. Since 2022, he has overseen the company-wide management strategy as Representative Director and Chief Executive Officer (CEO) and completed the integration with Hitachi Chemical. He leads Team Takahashi with ample knowledge and practical experience in business, leadership, and execution skills.

Term of office as Board Director: 8 years
Attendance at BoD meetings in 2024: 15/15
Please see the website for profile WEB

Kohei Morikawa

Skills possessed

Board Director, Chairman of the Board President, Chairman of Japan Association for Chemical Innovation

He joined Showa Denko K.K. (currently the Company) in 1982. After being in charge of the R&D and business units for specialty chemicals and high-purity gases for semiconductors, he was appointed as Chief Technology Officer (CTO). From 2017, he oversaw company-wide management strategy as the Representative Director and Chief Executive Officer (CEO). He has knowledge and experience in the technology and markets of functional chemicals that the Company focuses on. He has been promoting reform of the Board of Directors to enhance its monitoring function since 2022, as the Chairman of the Board.

Term of office as Board Director: 9 years
Attendance at BoD meetings in 2024: 15/15
Please see the website for profile WEB

Hideki Somemiya

Skills possessed

Board Director, Chief Financial Officer (CFO)

He joined Nomura Research Institute, Ltd. in 1990. He has advanced expertise and extensive practical experience in corporate finance and accounting based on his track record as a financial officer at foreign investment banks and Sony Corporation. He also led strategies and business related to semiconductors and system solutions at Sony. Since joining the former Showa Denko in 2021, he has been implementing financial and accounting strategies to improve profitability and corporate value.

Term of office as Board Director: 3 years
Attendance at BoD meetings in 2024: 15/15
Please see the website for profile WEB

Tomomitsu Maoka

Skills possessed

Board Director, Chief Strategy Officer (CSO), Chief Risk Management Officer (CRO)

He joined A.T. Kearney, Inc. in 1999. He joined Renesas Electronics Corporation in 2013 after serving as a strategy and business manager at foreign companies. He has accumulated a track record in a number of corporate planning and China business management executive positions, and possesses advanced expertise and extensive practical experience in management strategy and global management of technology companies. Since joining the Company in October Since joining the Company in October 2021, he has been promoting the advancement of management strategy and risk management, as well as global expansion.

Term of office as Board Director: 3 years
Attendance at BoD meetings in 2024: 15/15
Please see the website for profile WEB

Nori Imai

Skills possessed

Board Director, Chief Human Resource Officer (CHRO)

She joined former Hitachi Chemical in 1995. In addition to sales experience in the US, she has experience in multiple businesses and corporate planning. She served as a leader from Hitachi Chemical during the integration of the two companies. Since 2022 after the integration, she has been leading the permeation of Purpose and Values, integration of HR systems and personnel systems, and laying the foundation for cultural transformation as the Chief Human Resource Officer (CHRO).

Term of office as Board Director: 1 year
Attendance at BoD meetings in 2024: 12/12
Please see the website for profile WEB

Toshiharu Kato

Skills possessed

Full-time Audit & Supervisory Board member

He has been involved for many years in the corporate planning department as well as in the finance and accounting departments both in Japan and overseas, and since 2017, he has served as the Chief Financial Officer (CFO), overseeing the finance and accounting departments. He has ample knowledge and extensive practical experience in management, finance, and accounting.

Term of office as A&S Board member: 6 years
Attendance at BoD meetings in 2024: 15/15
Attendance at A&S Board meetings in 2024: 14/14

Mitsuo Katayose

Skills possessed

Full-time Audit & Supervisory Board member

He joined former Hitachi Chemical in 1987. He was involved in R&D in the electronics materials area, functional materials business planning, and the automotive parts business, and led the creation of new businesses and products as Chief Technology Officer (CTO). After integration, as General Manager of the High Performance Materials Business Headquarters, he has promoted the integration of both companies' materials businesses and the creation of technical synergies. He has the ability, knowledge, and broad experience to perform audits of business operations in an accurate and fair manner.

Term of office as A&S Board member: 1 year
Attendance at BoD meetings in 2024: 12/12
Attendance at A&S Board meetings in 2024: 11/11

Masako Yajima

Skills possessed

Outside Member of Audit & Supervisory Board, Foreign Law Joint Enterprise Partner, Nishimura & Asahi

As an attorney at a law firm that focuses on corporate law, she handles cases related to crisis management and disputes. She has experience and a high level of insight as a lawyer with extensive international experience in corporate legal affairs. In addition to ensuring the appropriateness and legality of business execution in the globalization of the Company's business and M&As, she has been providing forward-looking legal advice utilizing knowledge and experience in preventive law.

Term of office as A&S Board member: 5 years
Attendance at BoD meetings in 2024: 15/15
Attendance at A&S Board meetings in 2024: 14/14

Yasuyuki Miyasaka

Skills possessed

Outside Member of Audit & Supervisory Board, President, Yasuyuki Miyasaka CPA Office

As a certified public accountant involved in audits domestically and internationally for many years, he possesses advanced expertise and extensive experience in corporate finance and accounting. He has served as an Outside Member of Audit & Supervisory Board of the Company since 2022 and provided advice from the perspective of ensuring the appropriateness of business execution. From his standpoint as a specialist, he provides useful advice on how the Company can earn sufficient returns that exceed its cost of capital.

Term of office as A&S Board member: 3 years
Attendance at BoD meetings in 2024: 15/15
Attendance at A&S Board meetings in 2024: 14/14

Kiyoko Toda

Skills possessed

Outside Member of Audit & Supervisory Board

She has extensive business experience and advanced expertise in corporate finance and accounting, and ethical compliance related to manufacturing and financial institutions that operate globally. She gained experience in the audit division of a major auditing firm, and has been involved in the management of Japanese subsidiaries of foreign companies as the head of the finance and accounting department and the ethics and compliance department.

Term of office as A&S Board member: 1 year
Attendance at BoD meetings in 2024: 12/12
Attendance at A&S Board meetings in 2024: 11/11

Corporate Officers

President

Hidehito Takahashi Chief Executive Officer (CEO)

Executive Vice President

Hiroyuki Yamashita General Manager, Electronics Business Headquarters, Resonac Corporation

Managing Corporate Officers

Hideki Somemiya Chief Financial Officer (CFO)

Managing Corporate Officers

Tomomitsu Maoka Chief Strategy Officer (CSO) / Chief Risk Management Officer (CRO)

Nori Imai Chief Human Resource Officer (CHRO)

Corporate Officers

Shigeru Fujita Chief Marketing Officer (CMO)

Nami Matsuko Chief Sustainability Officer (CSuO)

Corporate Officers

Naobumi Shimpo Chief Operations, Manufacturing and Engineering Officer (CMEO) / Chief Quality Officer (CQO)

Masato Fukushima Chief Technology Officer (CTO)

Satoshi Hara General Manager, Mobility Business Headquarters, Resonac Corporation

Takafumi Sakurada General Manager, High Performance Materials Business Headquarters, Resonac Corporation

Hidenori Abe CTO for Semiconductor Materials

Skill Matrix

The skills required of Board members identified to effectively discuss key agenda items set by Resonac Holdings are as follows:

	Name			Term of office (years)	Attendance at BoD meetings in 2024:	Attendance at A&S Board of Directors in 2024:	Global business	Portfolio management	Sustainability	Risk management	Finance / accounting / capital markets	Innovation	Human resource development / corporate culture	Legal / compliance
Board Director	Hidehito Takahashi			8	15/15		○	○	○		○		○	
	Kohei Morikawa			9	15/15		○	○	○			○		
	Hideki Somemiya			3	15/15		○	○	○		○		○	
	Tomomitsu Maoka			3	15/15		○	○	○	○				○
	Nori Imai			1	12/12		○	○	○				○	
	Tetsuo Tsuneishi	Outside	Independent	2	15/15		○				○		○	○
	Kenji Yasukawa	Outside	Independent	1	12/12		○	○	○			○	○	
	Masaru Onishi	Outside	Independent	-	Newly appointed					○			○	○
	Izumi Sakakibara	Outside	Independent	-	Newly appointed		○	○	○			○		
							8	7	7	2	3	3	6	3
Audit & Supervisory Board Members	Toshiharu Kato			6	15/15	14/14			○		○			
	Mitsuo Katayose			1	12/12	11/11		○				○		
	Masako Yajima	Outside	Independent	5	15/15	14/14				○				○
	Yasuyuki Miyasaka	Outside	Independent	3	15/15	14/14				○	○			
	Kiyoko Toda	Outside	Independent	1	12/12	11/11					○			○
							0	1	1	2	3	1	0	2

Corporate Governance

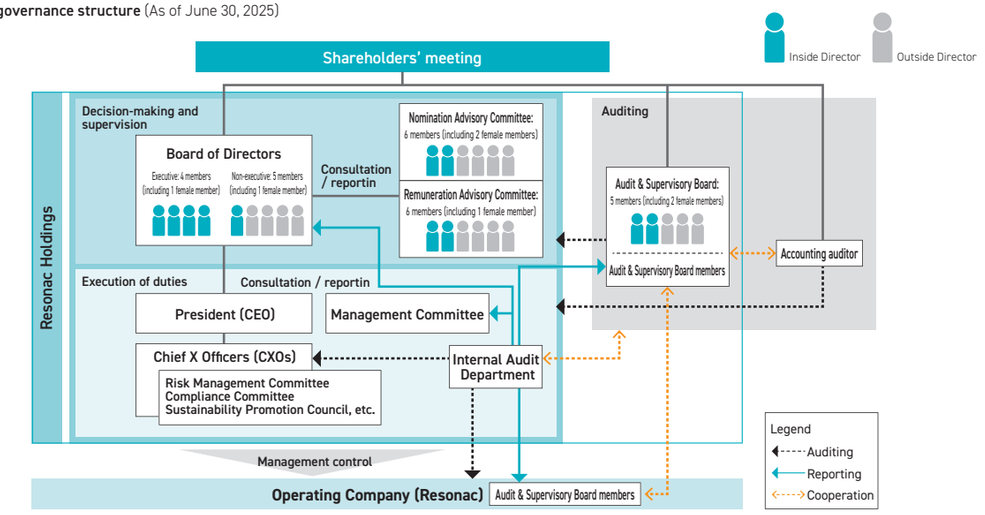
Please also read the "Corporate Governance" page on our website.

Basic Policies

Resonac believes in the importance of continuously enhancing its corporate governance in terms of supporting efforts to create the functions required of an advanced materials partner according to the times; contributing to the sustainable development of global society; and realizing the Group's Purpose of "Change society through the power of chemistry."

Company shall ensure soundness, effectiveness and transparency of management and swift decision-making. The Company shall also build a system that allows us to demonstrate our corporate value and fully take advantage of our resources, with a focus on objectives such as strengthening our management and technological foundations and improving the capabilities and motivation of our employees.

Corporate governance structure (As of June 30, 2025)



Board of Directors

Chairperson Inside director not in charge of business execution Meeting frequency Once a month in principle

Audit & Supervisory Board

Chairperson Inside full-time Audit & Supervisory Board member Meeting frequency Once a month in principle

Nomination Advisory Committee

Chairperson Outside director Meeting frequency 5 or 6 times a year

Remuneration Advisory Committee

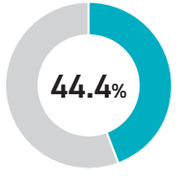
Chairperson Outside director Meeting frequency 3 or 4 times a year

Management Committee

President, CXOs, and division heads whose presence on the committee is deemed necessary by the president

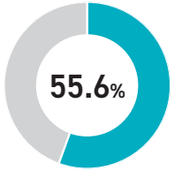
Chairperson President Meeting frequency Twice a month in principle

Ratio of Outside Directors



Ratio of Outside Officers
(Directors, Audit & Supervisory Board members)

Ratio of Directors Not in Charge of Business Execution



Ratio of Female Officers
(Directors, Audit & Supervisory Board members)