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## Corporate Governance Report

Last Update: June 24, 2026

**Konica Minolta, Inc.**

Toshimitsu Taiko

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Representative Executive Officer

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The corporate governance of Konica Minolta, Inc. (the “Company”) is described below.

### **I. Basic Views on Corporate Governance, Capital Structure, Corporate Profile and Other Basic Information**

#### **1. Basic Views** Updated

The “Basic Policy on Corporate Governance” that was formulated in September 2015 defines the basic views regarding corporate governance.

#### **<Basic Concept for Corporate Governance>**

The Company believes that corporate governance should contribute to sustainable corporate growth and increased corporate value over the medium to long term by encouraging appropriate risk-taking as part of management execution. On the other hand, the Company has established a corporate governance system from the standpoint of the supervisory side in the belief that setting up and managing a highly effective supervisory function is also necessary. As part of its institutional design in accordance with the Companies Act, in 2003 the Company selected the “company with committees” system (now, a “company with three committees” system) and established a system that eliminated dependency on personal characteristics, thereby pursuing governance in a style specific to the Company.

The Company’s basic views with regard to its governance system are as follows.

- Ensuring business supervisory functions by separating the supervisory and execution functions in order to increase the corporate value;
- Election of an Independent Outside Director who can provide supervision from a shareholder perspective; and
- Improvement of the transparency, integrity and efficiency of management through the above-mentioned points.

Specifically, the Board of Directors and committees are composed as follows.

1) Board of Directors

- Independent Outside Directors constitute the majority of the total number of Directors.
- In principle, the Chairperson of the Board is selected from among Independent Outside Directors.

2) Three statutory committees (Nominating, Audit and Compensation committees)

- Each committee is composed of around five members, and a majority of its members is Outside Directors.
- The Chairperson of each committee is selected from among the Outside Directors.
- Director who also serves as the President & CEO is not selected as a member of the Nominating, Audit or Compensation committee.

**[The reason for non-compliance with Japan's Corporate Governance Code]**

The Company complies with every principle of Japan's Corporate Governance Code (revised on June 11, 2021) based on the above Basic Views.

**[Disclosure Based on the Principles of the Japan's Corporate Governance Code]** Updated

**【Principle 1-4 Cross-shareholdings】**

The Company has prepared and disclosed a policy for cross-shareholdings (reduction policy and voting standards).

(1) Views on cross-shareholdings

In principle, the Company will not hold listed stocks as cross-shareholdings except in cases where it recognizes there is significance or justification for ownership. Significance or justification for ownership will be judged from the results of yearly examinations conducted on each stock based on whether there are expectations of collaboration with the issuers and business synergies, as well as on whether the benefit and risk of holding said stock are appropriate to its capital cost. Consequently, stock where there is little significance or justification for ownership will be sold while taking into account the proper stock price, market conditions and other factors.

As of March 31, 2026, the results of examinations into the Company's cross-shareholdings are as follows. Furthermore, each year, the Company verifies the economic justification and checks the qualitative significance of each individual stock through the Management Consultation Committee and reports its findings to the Board of Directors.

In terms of economic justification, each individual stock was examined as to whether revenues from dividends and related-party transactions exceeded the capital cost to the Company and it was confirmed that the stocks subject to examination produced revenues that exceeded capital cost of the Company.

In addition to the above, the stocks were checked regarding their qualitative significance which confirmed the purpose of holding stocks that are to continue being held by the Company, such as the maintenance or strengthening of business relations with investees or expectations of collaboration and business synergies.

Additionally, one stock that was recognized as having a diluted significance for ownership was sold in fiscal 2025, and the sales amount was 152million yen.

## (2) Standard for voting cross-shareholdings

The execution of voting rights is an important means of communicating with investees and the Company exercises its voting rights related to all cross-shareholdings. In exercising these rights, the Company checks each proposal and rather than making a uniform judgement on whether to approve or reject it based on formulaic or short-term standards, it makes a judgement from the perspective of whether said proposal will lead to continuous growth and a medium- to long-term increase in corporate value for the Company and the investee, based on sufficient consideration of said investee's management policy, strategies, and the like. Judgement on whether to approve or disapprove a proposal includes careful consideration of the following items in particular, as they may have a significant impact on shareholder return.

- 1) Transfer of important assets
- 2) Merger or share transfers which cause or cease wholly owned subsidiary
- 3) Third-party allotments through favorable issuances
- 4) Introduction of measures to defend against hostile takeovers

## 【Principle 1-7 Related Party Transactions】

If the Company, by any chance, engages in transactions with conflicting interests as prescribed in the Companies Act with Directors and Executive Officers ("executives"), the Board of Director rules require a resolution of approval by the Board of Directors. In addition, to identify conflict-of-interest transactions by executives, every year on a regular basis there are confirmations with these executives to determine if there were any transactions (except compensation) between the Konica Minolta Group (the "Group") and an executive or close relative (relatives within the second degree). Furthermore, with regard to transactions between the Company and its related parties, including major shareholders, subsidiaries and related companies, the Company has created internal approval procedures based on its authority rules equivalent to those governing transactions with third parties to ensure such transactions do not harm the interests of the Company or the common interests of its shareholders.

## [Supplementary rule 2-4-1 Goals and Progress as well as Policy and Its Implementation Status for Ensuring Diversity]

The Company welcomes the differences of each Konica Minolta Group employee, including not only those that are easily visible, such as race, gender, nationality, age, disability, and pregnancy status, but also those that are less visible, such as sexual orientation and gender identity, religion, ethnicity, ideology, creed, social status, abilities and skills, and values. We consider these differences to be our strengths, and we pursue and provide an environment in which employees of all attributes can maximize their performance potential as professional human resources. By doing so, we will create new customer value, solve social issues, and achieve sustainable growth for the

Company. To this end, the Konica Minolta Group Diversity Management Commitment communicates our strong will to achieve this goal both internally and externally. The Company is also actively promoting the appointment of diverse human resources as managers and executives, by changing awareness through workshops for leaders, identifying potential human resources throughout the Company, and formulating and implementing individual development plans.

Together with the Management Declaration, the Company also discloses information on its policy and goals concerning ensuring diversity as well as the state of their implementation on the Company website.

“Diversity” on the Company’s website:

<https://www.konicaminolta.com/about/csr/social/diversity/index.html>

#### 【Principle 2-6 Roles as Asset Owners of Corporate Pension 】

The Company has established a Pension Asset Management Committee comprising the Executive Officer responsible for finance, the General Manager of the Human Resources Department, the General Manager of the Accounting Department, the General Manager of Finance Department, representatives from labor unions, and others. The committee is tasked with the appropriate management of the corporate pension fund.

Also, in order to perform the expected roles as Asset Owners by increasing the expertise used in management of the fund, dedicated fund management personnel who possess appropriate credentials and business experience in the Accounting and Finance departments have been appointed. Furthermore, the Company has declared acceptance of Asset Owner Principles and Japan’s Stewardship Code for Corporate Pension. In addition, based on the responsibility as asset owner, the Company has entrusted asset management for stocks of listed companies in Japan to asset management institutions that profess to follow Japan’s Stewardship Code, and has monitored their stewardship activities.

Conflicts of interest which could arise between corporate pension fund beneficiaries and the Company are managed appropriately as follows: 1) when selecting asset management institutions, the Company carries out a comprehensive assessment that covers not only quantitative aspects such as investment performance, but also qualitative aspects such as an institution’s investment policy, management framework, and compliance, 2) asset management institutions are required to formulate and disclose a policy regarding the management of conflict of interests, and 3) decisions regarding the exercise of voting rights are left to the sole discretion of the entrusted asset management institution to remove any possibility of interference by the Company.

#### 【Principle 3-1 Enhancement of Full Disclosure】

The Company discloses information properly in accordance with laws and regulations. In addition, to ensure that decisions are made with transparency and fairness, the following information is disclosed from the standpoint of maintaining an effective corporate governance system. The Company discloses information proactively. Specifically, the Company uses its website, integrated report, sustainability report, corporate governance report, intellectual property report, business report and other reports, and reference materials at general shareholder meeting to disclose information. In addition, the Company proactively provides information through various opportunities such as Medium-term Business Plan Briefing, Sustainability Briefing, Briefings for Individual Investors, Business Briefings, and other activities.

##### (1) Management Philosophy and Business Plan

The Company's management philosophy and business plan are disclosed in the integrated report and on the Company's website. Furthermore, explanation is also actively provided through Medium-term Business Plan Briefing, Sustainability Briefing, Investor Briefing for Individual Investors, Business Briefings, and other activities. The following link is provided for this Corporate Governance Report.

#### Management Philosophy

Please refer to the "Konica Minolta Philosophy" on the Company's website.

<https://www.konicaminolta.com/global-en/corporate/vision.html>

#### Business Plan

Please refer to the medium-term business strategy on the Company's website.

[https://www.konicaminolta.com/global-en/investors/management/midterm\\_plan\\_presentations/index.html](https://www.konicaminolta.com/global-en/investors/management/midterm_plan_presentations/index.html)

#### (2) Basic views on corporate governance

Please refer to the "Basic Policy on Corporate Governance" on the Company's website.

<http://www.konicaminolta.com/about/investors/management/governance/index.html>

#### (3) Policy and procedure for determining compensation for Executive Officers and Directors

Please refer to the Supplementary Explanation of "Incentives" and the Policy on Determining Compensation Amounts and Calculation Methods of "Compensation for Directors and Executive Officers" in section II. 1 of this report.

#### (4) Policy and procedure for selections or dismissals of Executive Officers and nominations of Director candidates

##### (a) Policy and procedure for selections or dismissals of Executive Officers

The Board of Directors uses a fair, timely and appropriate method to select human resources who have the capabilities to serve as Executive Officers. These individuals must be able to create new value for the Group and earn the support of internal and external stakeholders. Standards for making these judgments about capabilities are defined in "Standards for the Selection of Executive Officers."

These standards include qualification standards. Individuals must have the ability and experience for the internal and external management of the Group's business operations. Qualification standards also take into consideration knowledge about specialized fields and technologies, an individual's age when the time for renewing the appointment comes, and other items. In addition, the Board of Directors selects individuals with a strong commitment to ethics, the ability to put customers first, the ability to drive innovation, strong motivation to achieve goals, and other characteristics.

To select new Executive Officers, candidates who have completed senior executive candidate training must do the first stage of the selection process, which involves submitting documents and completing an interview. Next, an assessment is performed in order to reach a highly objective and appropriate decision. This process includes input from both an external perspective and from the perspective of people at the Group who frequently interact with these candidates as part of their jobs. An evaluation conference, which consists of the President & CEO and the Executive Officer responsible for personnel, is held to examine the results of this process. This results in the selection of candidates to become Executive Officers.

To determine the new team of Executive Officers, the President & CEO selects from the list of Executive Officer candidates the individuals who are believed to be well suited to serve as Executive Officers. Next, a proposal for

the selection of Executive Officers for the new fiscal year is prepared and submitted to the Board of Directors with a list of the duties for each Executive Officer. Prior to the submission of this proposal to the Board of Directors, the Nominating Committee performs oversight of the whole process, including a confirmation that a suitable process was used. Oversight includes receiving the proposal for the new Executive Officer team (including the proposed new Executive Officer selections from the President & CEO) and a report about the proposed duties of each Executive Officer.

Prior to the submission of this proposal to the Board of Directors, the Nominating Committee performs oversight of the whole process, including a confirmation that a suitable process was used. Oversight includes receiving the proposal for the new Executive Officer team (including the proposed new Executive Officer selections from the President & CEO) and a report about the proposed duties of each Executive Officer.

The Nominating Committee considers observing the character of Executive Officer candidates is an important matter and utilizes opportunities such as attending meetings of the Board of Directors and reporting to informal gatherings of Directors. After receiving the proposal for the selection of Executive Officers mentioned above from the President & CEO, the Nominating Committee discusses the content of the proposal, creates a summary of its conclusions regarding matters such as the appropriateness of candidates and training issues, and provides these as feedback to the President & CEO.

Also, the Board of Directors takes the “Standards for the Selection of Executive Officers” into full consideration when deciding whether or not to dismiss an Executive Officer.

(b) Policy and procedure for nomination of Director candidates

Based on reviews concerning the composition, standards for selection, etc. of the Board of Directors and three committees, the Nominating Committee raised its policy to upgrade its selections of Director candidates by performing examinations from the standpoints of balance of knowledge, experience and capabilities, and diversity, and used the following process to make selections.

<Board of Directors>

1) Confirmation of Directors who will resign due to standards for the number of years as a Director or age and expected number of new Outside Director and new Internal Director candidates.

<Outside Director candidates>

2) To select Outside Director candidates, after the Nominating Committee confirms the selection process, the members of this committee determine the knowledge, experience and capabilities that will be required of new Outside Directors in order to enable them to be a good match with Outside Directors to be reelected. The purpose is to receive beneficial oversight and advice concerning management issues at the Company.

3) The Chairperson of the Nominating Committee requests the Nominating Committee members, other Outside Directors, and the President & CEO to recommend a wide range of candidates based on their respective information. In addition, as reference information, a candidate database prepared by the secretariat, including information such as independence and concurrent positions, centered on candidates with experience in the management of global companies, is distributed to the Nominating Committee members and others.

4) The Nominating Committee takes into consideration the items listed below in order to narrow down the number

of candidates, from the recommended individuals obtained through the preceding process in order to determine an order of priority.

- Selection standards for Directors
- Standard for independence of Outside Directors
- Balance of knowledge, experience and capabilities required for Outside Directors and diversity (skill matrix)

5) The Chairperson of the Nominating Committee and, if necessary, a member appointed by the Chairperson, will interview the candidates in order of candidacy, and approach them about assuming the position of Outside Director.

<Internal Director candidates>

6) Candidates for “Internal Directors” shall be discussed between the President & CEO and the Internal Nominating Committee on the basis of the following points; proposed candidates for Directors who shall not concurrently serve as Executive Officers, and proposed candidates for Directors who shall concurrently serve as Executive Officers, once the President & CEO has shared with the Internal Nominating Committee his/her concept for the executive structure for the next fiscal year.

- Selection standards for Directors
- Roles of Directors who do and do not concurrently serve as Executive Officers
- Required skills, experience and other characteristics of Directors who do and do not concurrently serve as Executive Officers (skill matrix)

7) The Nominating Committee uses the draft proposals to examine the candidates.

Please refer to the table at the end of this report for the expertise and experience (the so-called skills matrix) expected of each Director candidate.

<Director election standards>

The Nominating Committee has selected candidates who satisfy the following standards as being suitable Directors for achieving good corporate governance i.e. ensuring the transparency, soundness and efficiency of the Company’s operations.

- 1) Good physical and mental health
- 2) A person that is well liked, dignified, and ethical
- 3) Completely law-abiding
- 4) In addition to having objective decision-making abilities for management, the person must have good foresight and insight
- 5) Someone with no possible conflict of interest or outside business relations that may affect management decisions in the Company’s main business areas, and who has organizational management experience in the business, academic, or governmental sectors. Otherwise, someone with specialized knowledge in technology, accounting, law, or other fields
- 6) For Outside Directors, a candidate with a history of performance and insight in that person’s field, someone with sufficient time to fulfill the duties of a Director, and who has the ability to execute required duties as a member of the three relevant committees

7) The Nominating Committee has separately set forth points for consideration in the re-election of Directors and requirements concerning the number of terms of office, age and other factors. An Outside Director's term of office is up to eight years. Specifically, the basic term of office is six years, and it may be extended once for two years upon approval of the Nominating Committee. The Nominating Committee will review the appointment during the fourth year of the term.

8) Director candidates are not excluded from consideration on the grounds of their gender, nationality, country of birth, cultural background, race, or ethnicity.

9) In addition, the candidate must have the abilities necessary for a Director running and building a public corporation that is transparent, sound, and efficient.

<Independence standards for Outside Directors>

Concerning Independence Standards for Outside Directors, please refer to the "Matters relating to Independent Directors" of "Independent Directors" in section II. 1 of this report.

<Balance of knowledge, experience and capabilities required for Outside Director candidates and diversity>

1) For the diversity of Directors, the Nominating Committee Rules for selection standards for Directors states that candidates should "have experience operating an organization in the industrial, government, or academic sector or have specialized skill involving technologies, accounting, law or other fields" and "have achievements and knowledge in their respective fields for Outside Director candidates" and that "Director candidates are not excluded from consideration on the grounds of their gender, nationality, country of origin, cultural background, race, ethnicity, etc."

2) Candidates should have the character, skill and experience needed for strengthening and upgrading management in order to enable the Board of Directors to determine the Company's strategic direction.

3) The industries in which Outside Directors to be re-elected and new Outside Director candidates have worked, their major management experience, their fields of expertise, and other characteristics are identified as part of the skill matrix in order to take into consideration the diversity of knowledge, experience and capabilities. The purpose is to receive beneficial oversight and advice concerning the Company's management issues at the Board of Directors.

<Stance concerning roles of Internal Directors and selection of candidates>

1) An Internal Director who is not concurrently an Executive Officer and who has the ability to ensure the quality of audits is selected as a full-time Audit Committee Member. The Internal Director who serves as a full-time Audit Committee Member should have extensive management experience as an Executive Officer of the Company in order to improve the effectiveness of the Audit Committee. The qualifications required in particular are experience in accounting and finance or internal audit, business management and main business management.

2) Internal Directors who are concurrently Executive Officers, other than the President & CEO, are selected based on their experience, capabilities and character so that these individuals can demonstrate accountability in their execution of business and contribute to energetic and meaningful strategy discussions of the Board of Directors.



Requirements for these Internal Directors include responsibility for overseeing strategic planning, accounting and finance, technology, main business and other major elements of the Company's operations.

(5) Reasons for selections and nominations of Executive Officers and Directors responsible for major duties

(a) Reasons for selections of individual Executive Officers overseeing the major duties

The reasons for selecting Executive Officers in charge of the Company's major responsibilities are the followings.

Mr. Toshimitsu Taiko (President & CEO, Representative Executive Officer)

Mr. Toshimitsu Taiko served in corporate planning and as president of the U.S. sales company for our Business Technologies Business, the mainstay of our business, before assuming his current position as Executive Director in 2015. He subsequently served as General Manager of Corporate Planning Headquarters and General Manager of the Professional Printing Business Headquarters of the Business Technologies Business prior to being appointed Executive Vice President and Executive Officer (concurrently serving as Director) in 2018. Incorporating his experience and rational thinking from 14 years of postings overseas, mainly in Europe and the U.S., as the head of the Business Technologies Business, he also utilized digital technology to create a challenge-oriented digital company in the Office Business and production print business.

In 2020, as Senior Managing Executive Officer (concurrently serving as Director), in addition to the Business Technologies Business, he became responsible for Corporate Planning, Investor Relations, and Corporate Communications, gaining experience in the Group's overall business strategy and communication with stakeholders.

Since assuming the position of President & CEO in April 2022, in order to put the company back on a growth trajectory by promoting business selection and concentration, he launched a Medium-term Business Plan from 2023 that has focused on "strengthening business profitability," "reinforcement of profit foundation," and "reinforcement of business management system,." In fiscal 2025, he has led the Company to steadily translate those results into outcomes and to achieve an ROE of 5% under management with a focus on capital efficiency.

In addition, in the new Medium-term Business Plan starting in fiscal 2026, he has set forth a management strategy to respond to expectations from the capital market, aiming for the early achievement of an ROE of 8% to exceed a PBR of 1 times, by balancing profitability and growth through ROIC management and the advancement of business portfolio management.

These have resulted in his appointment of an Executive Officer in charge of key duties.

Mr. Yoshihiro Hirai (Senior Vice President and Executive Officer responsible for Corporate Accounting, Corporate Finance and Corporate Legal)

Mr. Yoshihiro Hirai first joined Mitsubishi Bank, Ltd. (now MUFG Bank, Ltd.), where he was involved in promoting large-scale domestic project finance, corporate restructuring support, and domestic and international treasury management, as well as global finance for over 20 years for major companies in the general trading, electronics, information and telecommunications, and chemical industries. In addition, during his time in charge of corporate credit review planning, he gained experience in reviewing the rating systems and credit management of major companies after the Lehman Shock, as well as working on risk predictive management.

He joined the Company in 2019, where, as General Manager of Corporate Finance Division, he promoted the strengthening of cash management and the centralized management of foreign exchange risk at headquarters through the introduction of global netting, and was appointed as Corporate Senior Vice President in 2021.

Since April 2023, as Executive Vice President and Executive Officer, he has been responsible for Corporate Accounting, Corporate Finance, and Corporate Legal, and he serves as the chairperson of the Compliance Committee and Risk Management Committee as well.

Under the new medium-term management plan launched in April 2026, he assists the President and is committed to advancing the FP&A function by strengthening communication with business unit leaders beyond the traditional accounting and finance remit, thereby supporting strategic decision-making from a corporate, company-wide perspective.

These have resulted in his appointment of an Executive Officer in charge of key duties.

Mr. Shinichiro Oka (Executive Vice President and Executive Officer responsible for Corporate Human Resources and Corporate General Affairs)

Mr. Shinichiro Oka first joined Toshiba Corporation, where he was in charge of human resource management at plants and headquarters, including the Medical Equipment Business and Home Appliance Equipment Business divisions. He has since held various positions at several U.S.-based companies, including regional HR manager for Asia Pacific, JV restructuring project leader, and global executive development leader.

Between 2015 and 2020, he served as Executive Vice President and global CHRO of Macromill, Inc. where he focused on building a human resource system to support sustainable growth, recruiting and training leadership talent, and leading the company's relisting to the First Section of the Tokyo Stock Exchange.

He joined the Company as an Executive Officer in 2020, and was appointed Executive Vice President and Executive Officer in 2021. As an officer in charge of Human Resources, he is responsible for acquiring and developing global talent to support the transformation of our business model, as well as driving organizational transformation himself by getting involved in business sites. From 2023, in addition to human resources, he has taken charge of corporate general affairs, corporate secretarial services, crisis management, and diversity promotion, promoting the Company's transformation from diverse perspectives.

In fiscal year 2024, he was also responsible for the Precision Medicine Business Division, where he contributed to the execution of strategies for business selection and concentration by leveraging his experience in management decision-making involving structural reforms, governance, and organizational transformation.

Under the new medium-term management plan launched in April 2026, he is committed to optimizing management resources through the cross-functional, cross-business, and cross-regional utilization of human capital and facilities.

These have resulted in his appointment of an Executive Officer in charge of key duties.

Mr. Yusuke Yoshimura (Executive Vice President and Executive Officer responsible for Technologies)

Mr. Yusuke Yoshimura joined Konica Minolta, Inc. in 2013 after working at IBM Japan, Ltd., Sony Corporation, and Arthur D. Little Japan, Ltd.,. Following roles in new business planning, corporate strategy, and corporate

planning, and after serving as General Manager of the FORXAI Business Headquarters, he assumed responsibility for the Imaging Solutions Business in 2024. He has been engaged in business selection and concentration initiatives, driving profitability improvements in the Imaging Solutions Business and reducing losses.

He possesses deep technical expertise and is driving new business development from both technology seeds and customer n

eds perspectives. In addition, he is accelerating market development and expanding business opportunities by leveraging overseas customer touchpoints of the Office Business beyond the scope of his assigned responsibilities, thereby building a strong track record.

From April 2026, as the executive in charge of technology, he drives the strengthening of core technologies and the company-wide implementation of AI across all business domains. At the same time, as the executive responsible for the Sensing Business, he promotes the expansion of the advanced sensing domain through the integration of analytical AI developed in the Imaging Solutions Business.

These have resulted in his appointment of an Executive Officer in charge of key duties.

Mr. Norihisa Takayama (Executive Vice President and Executive Officer responsible for Business Technologies Business)

Since joining the Company, Mr. Norihisa Takayama has been engaged in development of solutions for MFPs for 21 years. Subsequently, he was responsible for developing business strategies and new businesses from 2012. He was appointed as Group Executive in 2019 and was posted to Europe to lead the DX business in Europe from an early stage. He also worked on introducing the imaging IoT solution business to Europe.

He was appointed as Senior Vice President and Executive Officer in April 2024, and Executive Vice President and Executive Officer in April 2025. He has led the entire business as the person in charge of Business Technologies Business. He has been actively promoting DX in the Office and Professional Print Businesses by harnessing his deep knowledge of the solution business and ability to formulate sophisticated strategies based on a thorough understanding of the market environment.

Under the new medium-term management plan launched in April 2026, he leads the realization of stable cash generation and profit growth through structural optimization of the Office Business, thereby contributing to the achievement of ROE targets.

These have resulted in his appointment of an Executive Officer in charge of key duties.

Mr. Noriyasu Kuzuhara (Executive Vice President and Executive Officer responsible for Industrial Business)

Mr. Noriyasu Kuzuhara has been involved in product development for several new businesses since joining the Company. In 2003, we developed the world's first "VA-TAC film with an integrated viewing angle expansion function for LCDs," which led to the full-scale expansion of our LCD film business (awarded the Excellence Prize at the 3rd Monozukuri Nippon Grand Awards).

He subsequently served as General Manager of the R&D Department of Performance Materials Headquarters and as General Manager of the same division before being appointed Executive Officer in 2015. He was appointed Executive Vice President and Executive Officer the following year, and since 2017 he has also served as Division

President of the Material & Component Business Headquarters, and since 2018 as General Manager of the Corporate R&D Headquarters. He has achieved continuous business growth in our core materials business as the General Manager of Performance Materials Business Unit in charge of technology development and a person in charge of business, as well as General Manager of the Materials & Components Business.

From 2022, he has led the formulation of management strategies for the entire Konica Minolta Group as the person in charge of Corporate Planning. From 2024, as the head of the Industrial Business, he has executed reforms in cross-business resource allocation toward priority focus areas in each Industrial Business and has been driving new business domains, including emerging growth opportunities.

These have resulted in his appointment of an Executive Officer in charge of key duties.

(b) Reasons for nominations of Director candidates

The reasons for selecting Director candidates by the Nominating Committee are the following. See “II 1 Information concerning Outside Directors” for the reasons for selecting Outside Director candidates.

<Reasons for selecting the candidate for Internal Director> (as of the 122st Ordinary General Meeting of Shareholders held on June 17, 2026)

Mr. Toshimitsu Taiko (President & CEO, Representative Executive Officer)

In our core business field of Business Technologies, after serving as CEO of our U.S. sales subsidiary, general manager of various businesses, and being responsible for the Business Technologies business as the Executive Officer in charge of Corporate Planning and Investor Relations, Mr. Toshimitsu Taiko strove to enhance the Group's corporate value and assumed the position of Representative Executive Officer, President & CEO in April 2022.

In fiscal 2025, he has led the Company to steadily translate those results into outcomes and to achieve an ROE of 5% under management with a focus on capital efficiency.

In addition, in the new Medium-term Business Plan starting in fiscal 2026, he has set forth a management strategy to respond to expectations from the capital market, aiming for the early achievement of an ROE of 8% to exceed a PBR of 1 times, by balancing profitability and growth through ROIC management and the advancement of business portfolio management.

On the premise that he will become President & CEO, responsible for steady profit creation in the Business Technologies Business, sustainable profit growth through the enhancement of added value in the Industry Business, promotion of commercialization of Growth Seeds (growth businesses), transformation through the use of AI, and optimization of management, the Nominating Committee has selected Toshimitsu Taiko as a candidate for Director.

Mr. Toshiya Eguchi

The Company considers it important, in order to enhance the effectiveness of the Audit Committee, to appoint as an Audit Committee member an Inside Director who serves on a full-time basis and possesses extensive executive management experience and advanced information-gathering capabilities.

Mr. Toshiya Eguchi, as the executive in charge of technology, has led the growth of the Company's technologies through initiatives such as establishing mechanisms to strengthen "business development capabilities" that connect strengthening businesses and Growth Seeds to sustainable growth, and reinforcing systems for the development of technical talent and for standardization activities, which form the foundation essential for sustainable growth. Leveraging these experiences, in order to supervise management—including technological aspects—as the Company transitions to a growth stage and thereby contribute to the enhancement of Corporate value, and also to ensure the effective operation of the Company's governance, he has been nominated as a candidate for Director.

Mr. Yoshihiro Hirai (Senior Vice President and Executive Officer)

The Company considers it important, in order to conduct active and substantive deliberations at the Board of Directors, to appoint as Inside Directors concurrently serving as Executive Officers those holding executive positions responsible for major functions.

He possesses a high level of expertise and extensive experience in finance and accounting, in addition to knowledge of financial strategy from a global perspective. As a Senior Executive Officer, he is in charge of accounting, finance, and legal, as well as the Corporate Digital Transformation Headquarters, Manufacturing Strategy Division, and Quality Management Headquarters, and serves as Chairperson of the Risk Management Committee. Not only from the standpoint of corporate finance but also as a partner to the CEO, he addresses issues across businesses, including production and quality, as well as matters of the entire group and the strengthening of the internal control system, and strives to enhance the corporate value of the Group through the promotion of the Medium-term Business Plan.

In order to fulfill accountability to the Board of Directors and at the same time participate in important management decision-making, he has been nominated as a candidate for Director.

Mr. Noriyasu Kuzuhara (Executive Vice President and Executive Officer)

In order to ensure active and substantive deliberations at Board of Directors meetings, the Company considers it important for Internal Directors who concurrently serve as Executive Officers to be appointed as Executive Officers with key responsibilities.

He has served as a technology development and business executive in the performance materials business, which is one of the core businesses of the Company, and further led the business as General Manager of the Materials & Components Business Headquarters. In the optical components business in particular, he promoted a shift to a growth business while enhancing added value.

During his tenure as Managing Executive Officer in charge of corporate planning, he aimed to transform the organization into one with high per-capita productivity based on efficiency improvements in all operations and human resource enhancement, leading the planning of global structural reform measures and delivering results.

Since FY2024, leveraging his extensive knowledge of technology, R&D, and manufacturing, as well as his experience in launching businesses, he has accelerated the execution of strategies by implementing reforms in cross-functional resource allocation toward priority areas for focused strengthening across Industrial businesses, which are designated strengthening domains, and by leading new business domains including Growth Seeds. As

the executive in charge of these businesses, he has become a core member supporting the CEO's management from an execution perspective and is striving to enhance the corporate value of the Group.

The Company believes Mr. Kuzuhara can demonstrate accountability to the Board of Directors and participate in important management decisions. Therefore, the Company has nominated him as a candidate for Director.

[Supplementary rule 3-1-3 Disclosure of Information on Sustainability Initiatives]

<Sustainability Initiatives>

For Konica Minolta, sustainability means contributing to the realization of a sustainable society by solving social and environmental issues through its business activities, while growing as a company. Based on this belief, we have constantly placed sustainability at the core of our management. Based on this, with our eyes set on the sustainable society we should achieve by 2030, we have identified five material issues involving social and environmental values to be addressed by the Company from the perspective of addressing potential opportunities and risks posed to the Company by social and environmental issues. In addition, in Corporate Plan 2026-2028 launched in fiscal 2026, we are combining AI with our proprietary core technologies to concretize our contributions not only to existing domains but also to growing areas such as Circular Economy / Decarbonization and the augmentation of human and industrial capabilities. More information is available in the Company's integrated report and sustainability report posted on the corporate website.

Integrated report p. 4-8, 38-47:

[https://www.konicaminolta.com/shared/changeable/investors/include/ir\\_library/ar/ar2025/pdf/konica\\_minolta\\_ar2025\\_e.pdf](https://www.konicaminolta.com/shared/changeable/investors/include/ir_library/ar/ar2025/pdf/konica_minolta_ar2025_e.pdf)

The Company's website:

<https://www.konicaminolta.com/about/csr/index.html>

(a) Response to Global Environmental Issues such as Climate Change

Our environmental management is built on the concept of "growing businesses and creating new businesses by solving environmental issues," and aims to become a company needed by society.

We have established a long-term target of achieving "net zero by 2050" for CO<sub>2</sub> emissions across the product lifecycle within our defined responsibility boundary (Scope 1, 2, and 3)<sup>1</sup>, thereby addressing climate-related risks. At the same time, we view the provision of services and solutions that support the transition plans of society and our customers as a business opportunity, and we aim to expand our avoided emissions<sup>2</sup>.

By setting both environmental and financial targets and incorporating them into our medium-term business plan, we promote achievement of these targets as key management indicators. Through this approach, we seek to maximize decarbonization effects while strengthening relationships with our group companies and stakeholders, thereby achieving mutual business growth.

<sup>1</sup> Scope 1: Direct emissions from sources owned or controlled by the company, such as fuel combustion

Scope 2: Indirect emissions from the consumption of purchased electricity, heat, or steam supplied by other companies

Scope 3: Indirect emissions other than Scope 1 and 2, emitted across the value chain, including raw material procurement, logistics, and product use

<sup>2</sup> Avoided emissions: The amount of CO<sub>2</sub> emissions reduced at customer supply chain or in society through the provision of our products and solutions, compared with the market-average alternative in the absence of our products

In addition, our targets have been approved by the Science Based Targets initiative (SBTi). We have also expressed our support for the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD), joined the RE100 initiative, and endorsed the recommendations of the Task Force on Nature-related Financial Disclosures (TNFD), demonstrating our participation in major international initiatives.

Further details, including disclosures based on the TCFD and TNFD recommendations, are available in our Integrated Reports and on the Sustainability section of our corporate website:

Integrated report p.39,41-46 :

[https://www.konicaminolta.com/shared/changeable/investors/include/ir\\_library/ar/ar2025/pdf/konica\\_minolta\\_ar2025\\_e.pdf](https://www.konicaminolta.com/shared/changeable/investors/include/ir_library/ar/ar2025/pdf/konica_minolta_ar2025_e.pdf)

<https://www.konicaminolta.com/about/csr/environment/index.html>

#### (b) Respect for human rights

Based on the Guiding Principles on Business and Human Rights (UNGPs), a set of guidelines issued by the United Nations, the Company has formulated the Konica Minolta Group Human Rights Policy, and has also established the Konica Minolta Group Charter of Corporate Behavior and the Konica Minolta Supply Chain Code of Conduct, thereby requiring business partners and other relevant parties connected to the Group's business to respect human rights.

In addition, we have established a human rights due diligence process to identify and assess potential or actual adverse human rights impacts in the Group's business activities and supply chain, and we are advancing our response to salient human rights issues.

Furthermore, we have established a grievance mechanism through which human rights concerns can be reported, and put in place a system to conduct appropriate investigations and provide remediation and remedy in response to reports from internal and external stakeholders. Further details are disclosed in the sustainability report on the Company's website.

<https://www.konicaminolta.com/about/csr/social/rights/index.html>

#### (c) Health, work environment, and fair and appropriate treatment of employees

We consider the physical and mental health of our employees as the foundation of our management, and we aim to improve well-being, maximize individual and organizational performance, and thereby achieve sustainable growth as a company. Furthermore, in order to create a safe and hygienic workplace environment, we not only focus on preventing occupational accidents but also on daily preventive activities. By improving the workplace environment and preventing overwork, we create a healthy, easy-to-work-in workplace with high employee engagement. We also provide fair and transparent compensation commensurate with each individual's

achievements, roles, and challenges, and support employees in continuously creating added value that leads to the realization of our management strategy.

(d) Fair and appropriate transactions with business partners

The Company promotes sustainable procurement that takes into account labor (human rights), ethics, the environment, and health and safety in its supply chain, including its suppliers. The Company is also promoting responsible minerals sourcing based on the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas to help prevent human rights violations in upstream mining operations.

The Konica Minolta Procurement Policy, covering overall procurement activities, was formulated in fiscal 2008. In 2013, the Company joined the Responsible Business Alliance (RBA) and established the Konica Minolta Supply Chain Code of Conduct based on the RBA Code of Conduct. Compliance with the Konica Minolta Supply Chain Code of Conduct is included in the basic business agreement requiring suppliers to adhere to this code of conduct. More information is available in the Company's sustainability report posted on the corporate website.

The Company's website:

<https://www.konicaminolta.com/about/csr/social/suppliers/index.html>

(e) Natural disaster preparedness

In response to disasters in Japan, including major earthquakes, we are strengthening our practical response capabilities through both structural and operational measures based on our medium-term disaster prevention plan, with a focus on prevention and mitigation measures, emergency response and initial actions, as well as recovery and reconstruction measures. Specifically, we have implemented measures such as seismic reinforcement of buildings, locating key communication- and data-related servers overseas, and developing IT-based information-sharing infrastructure for use during disasters, including employee safety confirmation systems and disaster information collection systems.

In the event of a large-scale disaster, we have established a framework to build an emergency information network across approximately 200 Group sites in Japan, enabling the rapid collection of damage information and the implementation of necessary support and countermeasures. In addition, to ensure that employees at each site can act autonomously to protect their lives in the event of a disaster, we conduct regular practical disaster preparedness drills and training. We are also using IT tools to adapt to changes in work styles, ensuring that our disaster response system functions effectively even during remote work.

In addition, our Group is working to verify and improve the effectiveness of measures such as reducing risk by diversifying production sites for major consumables, considering alternative means for items with high procurement risk, and securing inventory, in order to maintain business continuity, fulfill our social responsibilities as a company, and ensure a stable supply of the products and services our customers require. At each site, we also work in cooperation with local municipalities to contribute to the community, including by providing evacuation sites, drinking water, and supplies in the event of a natural disaster.



<Investment in intangible assets>

(f) Investment in human capital

Amid growing uncertainty across political, economic, social, and technological dimensions, we believe that, in order to realize our management strategy, it is essential not only for each employee to become a professional but also for employees to co-create beyond the boundaries of businesses and functions, as well as with customers.

To this end, we expect our employees to transcend organizational and regional barriers, continuously develop themselves, create customer value, and contribute to sustainable business growth. Furthermore, to enable such professional talent to thrive, we are fostering a culture based on the “One KM” mindset, where diversity is harnessed as a source of strength and value is maximized through collaboration both within and outside the company. We are driving these initiatives globally through a combination of measures.

Specifically, to strategically strengthen the pipeline of future management talent, we have launched the “GLOW Program,” which selects employees globally and assigns them to short-term overseas placements for six months. In addition, from the perspective of promoting women’s empowerment, we operate the “Women 2 Lead” program to identify and develop next-generation female leaders. Through these initiatives, we discover and nurture high-potential talent from across the global KM Group.

Moreover, for these talents as well as executive and executive candidate pools, we have established succession plans and are systematically providing developmental assignments and positioning them into key roles.

The Company’s website: Human Capital

<https://www.konicaminolta.jp/about/csr/social/human-capital/index.html>

(g) Investment in intellectual property

The Company’s approach to intellectual property strategies can be found on the Company’s integrated report.

See the intellectual property report available on the Company’s website for strategies related to patent and other intellectual property rights, achievements in the acquisition and exercise of intellectual property rights.

Integrated report p.26 :

[https://www.konicaminolta.com/shared/changeable/investors/include/ir\\_library/ar/ar2025/pdf/konica\\_minolta\\_ar2025\\_e.pdf](https://www.konicaminolta.com/shared/changeable/investors/include/ir_library/ar/ar2025/pdf/konica_minolta_ar2025_e.pdf)

Intellectual property report:

[https://www.konicaminolta.com/global-en/investors/ir\\_library/intellectual\\_property/index.html](https://www.konicaminolta.com/global-en/investors/ir_library/intellectual_property/index.html)

[Supplementary rule 4-1-1 Scope of Matters Delegated to the Management (Roles and Responsibilities of Board of Directors)]

Since the Company is a company with three committees, the Board of Directors delegates to Executive Officers as much authority as allowed by laws and regulations for making operational decisions. This contributes to the speed and flexibility of managing business operations. The Board of Directors makes decisions solely about items, such as fundamental management policies, that can be determined only by the Board of Directors, according to laws and regulations. In addition, the Board of Directors makes decisions about investments larger than a certain amount and such other items that will have a significant impact on the Konica Minolta Group.

【Principle 4-9 Independence Standards and Qualifications for Independent Outside Director】

The standards for determining independence are explained in II. 1. [Independent Directors] Matters relating to Independent Directors. For information about the required qualifications, see I. 1. [Disclosure Based on the Principles of the Japan's Corporate Governance Code] [Balance of knowledge, experience and capabilities required for Outside Director candidates and diversity].

[Supplementary rule 4-11-1 Total Balance, Diversity and Size of the Board of Directors]

The Board of Directors is composed of a number of Directors within the scope provided in the Articles of Incorporation, taking into account the management issues the Board of Directors is required to address. The approach regarding this is as follows.

- (1) To ensure management transparency and supervisory objectivity, oversight of management, Independent Outside Directors constitute the majority of the total number of Directors.
- (2) The Company believes that the number of Outside Directors should be five to six to enable both diversity of discussion and speed of decision-making.
- (3) To enhance the management supervision function, liaise with the Independent Outside Directors and strengthen communication and cooperation with Executive Officers, more than one Internal Directors not concurrently serving as Executive Officers will be appointed.
- (4) To further enhance deliberations on important decisions from a management standpoint, in addition to the President & CEO, several Executive Officers in charge of principal duties will be appointed as Directors.
- (5) The Nominating, Audit and Compensation committees are all chaired by Outside Directors to ensure transparency and objectivity. In addition, to ensure that each committee adequately fulfills its respective roles, each committee is composed of around five members, and a majority of its members is Independent Outside Directors.
- (6) For information about the diversity of the Board of Directors, see I. 1. [3-1 Enhancement of Full Disclosure] [Balance of knowledge, experience and capabilities required for Outside Director candidates and diversity].

[Supplementary rule 4-11-2 The other Jobs and Duties of Directors]

For the selection standards for Outside Directors, individuals must “be able to spend sufficient time to perform their duties” and candidates are selected after thoroughly examining their other jobs and duties. The other jobs and duties of the Directors who were elected at the 122st Ordinary General Meeting of Shareholders in June 2026 are as follows;

Furthermore, the Company requires all Directors to have an attendance rate of at least 80%, and in order to realize this, as a general rule Directors should aim to hold concurrent positions (positions as Officers as stipulated in the Companies Act) at no more than three (listed) companies other than the Company.

Name	Main position concurrently held (as of July 1, 2026)	Position
Soichiro Sakuma (Outside Director)	NS Solutions Corporation JX Nippon Mining & Metals Corporation NIDEC CORPORATION	Advisor Outside Director Outside Independent Director

	(Concurrent positions in listed companies (Directors under the Companies Act): 2 company)	
Masumi Minegishi (Outside Director)	Recruit Holdings Co., Ltd.  ANA HOLDINGS INC. (Concurrent positions in listed companies (Directors under the Companies Act): 2 companies)	Chairperson and Representative Director of the Board  Independent Outside Director
Takuko Sawada (Outside Director)	Shionogi & Co., Ltd. Arsaga Partners, Inc. (Concurrent positions in listed companies (Directors under the Companies Act): 0company)	Vice Chairperson Outside Director
Saeko Arai (Outside Director)	Acuray, Inc. YKK Corporation  Kao Corporation  AEON Financial Service Co., Ltd. SEIBU HOLDINGS INC. (Concurrent positions in listed companies (Directors under the Companies Act): 3 company)	President Outside Audit & Supervisory Board Member Outside Audit & Supervisory Board Member Director (Outside) Outside Director
Yoshihiko Kawamura (Outside Director)	KIOXIA Holdings Corporation  KIOXIA Corporation  circlace Inc. Dentsu Group Inc. (Concurrent positions in listed companies (Directors under the Companies Act): 2 companies)	Executive Vice President and Executive Officer(Chief Financial Officer) Executive Vice President and Executive Officer(Chief Financial Officer) Outside Director Outside Director

[Supplementary rule 4-11-3 Evaluation of Effectiveness of the Board of Directors]

In 2003, the Company became a company with committees (now a company with three committees). To determine if the corporate governance system is functioning as intended, the Company started performing self-assessments in 2004 concerning the Board of Directors' effectiveness.

Self-assessments are conducted on the effectiveness of the Board of Directors and the three statutory committees, looking back over the activities of the past year to confirm whether or not the construction and operation of the Company's corporate governance system is contributing to the realization of sustainable growth and enhancement of medium- to long-term corporate value of the Company that the system is designed to facilitate. The results of these self-assessments are used to identify items that the Board of Directors should work on in the following fiscal year in order to further improve effectiveness.

After conducting an evaluation by an external organization in fiscal 2022, which was a year in which there were major turning points in the Company's corporate governance, such as the appointment of an Independent Outside Director as Chairperson of the Board, the Board of Directors Office has taken the lead in conducting the evaluation of the effectiveness of the Board of Directors. In fiscal 2025, while confirming the status of responses to and improvements in issues identified from the previous evaluation results, issues to be addressed in fiscal 2026 were identified, and together with the direction of responses, were reported to the Board of Directors in May 2026. The evaluation results are reflected in the policy for Board of Directors operations for fiscal 2026 by the Chairperson of the Board and in the agenda items of each committee, and are used to lead to improvement actions.

#### (1) Survey schedule

The fiscal 2025 evaluation of effectiveness was as follows.

- February 2026: Distribution and return of self-evaluation questionnaires
- February to May 2026: Conduct individual interviews, analyze and evaluate results
- May 2026: Report and discussion at executive sessions, and individual prior briefing for internal Directors
- May 2026: Reporting results to the Board of Directors
- June 2026: Explanation of Board of Directors Operation Policy for Fiscal 2026 by the Chairperson of the Board, Q&A session and opinion exchange (Board of Directors meeting immediately after the ordinary general meeting of shareholders)

#### (2) Survey target

Survey was conducted for all Directors (Total nine Directors).

#### (3) Survey objective

To analyze and evaluate the effectiveness of the Board of Directors and its committees to improve their functions.

#### (4) Composition of questions

The questions were divided into the following categories, with several questions for each. In addition, a free-response field was provided for each category.

- (a) Composition (number of Internal Directors, knowledge, experience, expertise, diversity, tenure, etc.) (6 questions)
- (b) Operation (Preliminary preparation, agenda setting, Importance of the agenda, discussion time, etc.) (10 questions)
- (c) Discussions (quality of discussions and supervision) (5 questions)
- (d) Supervision (monitoring necessary for both supervision and execution, etc.) (10 questions)
- (e) Board of Directors overall (e.g.: contribution to corporate value, ensuring effectiveness) (7 questions)

(f) Three statutory committees and committees in general (12-13 questions: The number of questions varied per committee)

(g) Self-assessments (4 questions)

(h) Other (overall effectiveness of the Board of Directors, etc.) (1 question)

(i) Gap analysis on the importance of agenda items and the actual amount of discussion (11 agenda)

(5) Method of response

Responses are an evaluation from 1 to 5 (5: Strongly agree, 4: Agree, 3: Can't say either way, 2: Don't agree, 1: Don't agree at all)

Also, opinions are written in the free-response field for each category. A 10-point scale was used to compare and review the gap analysis between the importance of the agenda and the actual amount of discussion.

(6) Summarized results

As a result of ongoing efforts to enhance the effectiveness of the Board of Directors under the leadership of its Chairperson, we confirmed that the effectiveness of the Board of Directors, as well as our overall corporate governance including the Board, has been sufficiently ensured. Positioning fiscal 2025 as the final year of our medium-term management plan under the theme "Turn Around 2025," we defined it as a year to establish a foundation for sustainable growth from fiscal 2026 onward. The Board of Directors provided oversight and advice with a strong focus on enhancing shareholder value, including the thorough implementation of ROIC-based management, from the perspectives of a medium- to long-term business portfolio strategy and a value creation narrative aligned with investor expectations. The formulation of the new medium-term management plan was a key agenda item for the Board. Based on the above perspectives, the Board engaged in intensive discussions not only on financial targets, capital structure, and core technologies, but also on the execution capabilities of measures linked to improving gross profit margins, cost efficiency, and capital efficiency, as well as the feasibility of such measures. Based on the results of questionnaires and interviews, the effectiveness of the Board of Directors and the three statutory committees was generally assessed as high. On the other hand, in formulating the new medium-term management plan, it took time to align the focus of discussions between the supervisory and executive functions, indicating that there remains room for improvement in the speed of execution.

<Improvements in fiscal 2025>

Specific results included the following improvements:

(a) Early initiation of medium- to long-term strategic discussions at the Board of Directors

(b) Clarification of key discussion points at Board meetings (including improving the efficiency of Board operations)

(c) Revision of the executive compensation system to introduce a more performance- and share price-linked structure (effective from fiscal 2026)

<Issues going forward>

In fiscal 2026, we will continue our improvement efforts in the following areas:

- (a) Further deepening discussions on medium- to long-term business portfolio strategy
- (b) Strengthening communication among the supervisory, executive, and secretariat functions, and maximizing their respective roles
- (c) Enhancing the executive officer evaluation system and the development framework for executive candidates to strengthen the pipeline for key executive positions

(7) Outline of Board of Directors Operation Policy for Fiscal 2026

Based on the evaluation of the effectiveness of the Board of Directors and the current status of the Company, the Chairperson of the Board of Directors presented the “Board of Directors Operation Policy for Fiscal 2026” at the Board of Directors meeting immediately following the Ordinary General Meeting of Shareholders, which consists of the following points.

< Board of Directors Operation Policy for Fiscal 2026 >

(a) Operation Policy

Fiscal 2026 is positioned as a critical year in which the Board of Directors will deepen and accelerate discussions on the medium- to long-term business portfolio strategy, while overseeing improvements in profit levels with due consideration to capital structure and profitability. Both the executive and board sides will establish a flexible and highly effective deliberation framework, while further strengthening communication with management. The Board will help enhance the speed and quality of executive decision-making, encourage appropriate risk-taking, and support the Company in sustaining and strengthening its market positioning amid changing market conditions. Meanwhile, the execution of existing business strategies and structural optimization initiatives aimed at achieving the medium-term management plan will be carried out under the responsibility and authority of the executive side, while the Board of Directors monitors strategic alignment and progress.

(b) Key Monitoring Items

Based on the premise that the executive side presents KPIs for each initiative under the medium-term management plan and that the Board of Directors has agreed on the related monitoring points, the Board’s priority agenda items for fiscal year 2026 are as follows.

1) Discussions on the medium- to long-term business portfolio

With respect to the direction of the medium- to long-term business portfolio strategy centered on the Business Technology business, the Board of Directors will, taking into account the growth trajectory of the Industry Business, exercise its oversight from a capital efficiency perspective by assessing the appropriateness of the strategy, the proper identification and management of risks, and the rationality of resource allocation.

- In particular, with respect to the direction of the Business Technology Business, the Board of Directors will promote discussions and support faster decision-making through constructive dialogue, including the use of informal settings, so that the executive side can promptly specify its review framework, schedule, and milestones. The Board Secretariat will design an annual agenda plan, update it on a rolling basis in a timely manner, and flexibly arrange opportunities for discussion.
- The Board of Directors places emphasis on advice that reflects capital market trends and the market’s evaluation of the Company, and will engage in focused discussions on the formulation of a medium- to long-term scenario covering management resource allocation, capital structure, and improvements in capital efficiency, on the premise

that the Company will thoroughly pursue the maximization of profit-generating capabilities in its existing businesses until new growth areas are established as pillars of earnings.

2) Monitoring of progress toward achieving an ROE of 8%

In the medium-term management plan, business strategies for existing business domains that form the foundation for achieving an ROE of 8%, as well as company-wide priority initiatives—including productivity improvements through cross-functional reforms of business operations and corporate functions and further growth strategies—are entrusted to the executive side, while the Board of Directors monitors progress through quarterly reports.

(c) Formation of a management team to articulate and execute the equity story

The Board of Directors, in coordination with the Nomination Committee and the Compensation Committee, receives reports on the evaluation and development status of successors for key positions, including the CEO, and carry out its oversight responsibilities.

- The Board of Directors seeks to gain a multifaceted understanding of the management team through opportunities for executive officers to present to the Board.

[Supplementary rule 4-14-2 Training of Directors and Auditors]

In accordance with the Director Election Standards, the Nominating Committee selects candidates for election as Director who have the qualities needed to be a Director. The Company confirms whether Directors require training judging from each individual's knowledge, experience and other characteristics. If training is needed, the Company provides suitable opportunities to receive this training.

(1) For new Independent Outside Directors, the Company provides information about the group's structure, business activities and finances as well as information about the medium-term business plan and its progress and other subjects. Independent Outside Directors also receive basic information about the Company's businesses and corporate-level functions, reactions by analysts of Financial Results Briefing Sessions, etc.

(2) For Independent Outside Directors, the Company arranges visits to the development, manufacturing, sales, service and other operations of every business unit. The Executive Officer, Corporate Vice Presidents and employees of each business unit provide the Directors with the latest information about that business.

The Board of Directors' activities in fiscal 2025 are provided below.

- Three outside directors participated in person at an internal technology presentation (Value Creation Forum) jointly held by the four business domains, received direct explanations from employees at each booth, and engaged in Q&A and opinion exchanges
- Three outside directors visited the Customer Engagement Center at the Tokyo site Hachioji of Konica Minolta, Inc.
- One outside director visited Konica Minolta Business Solutions France S.A.S.

(3) Internal Directors are provided with opportunities to attend governance training held by external institutions, and Outside and Internal Directors are notified of information on various seminars provided as opportunities to participate in, as appropriate.

#### 【Principle 5-1 Policy for Constructive Dialogue with Shareholders】

The Company encourages constructive dialogues with shareholders and other investors with the goal of using these dialogues to contribute to sustained growth and the medium- to long-term growth of corporate value.

The Company will conduct extensive investor relations activities.

<Status of dialogue with shareholders, etc.>

##### (1) Participation of management in dialogue with shareholders, etc.

Activities for a constructive dialogue with shareholders and other investors are centered on the President & CEO. The Senior Vice President & Executive Officer for investor relations and the department responsible for investor relations assist the President & CEO.

##### (2) Measures for seamless cooperation among departments

The department responsible for investor relations plays the primary role in encouraging dialogues with shareholders and other investors. The corporate planning, accounting, finance, legal affairs, human resources and sustainability promotion departments and all business units work together to support this division. In addition, the Investor Relations Office works seamlessly with the Management Consultation Committee and other major councils as well as the Corporate Information Disclosure Committee for the purpose of ensuring that dialogues are timely and appropriate.

##### (3) Measures used for dialogues other than individual meetings

The Company positions general shareholder meeting as an important opportunity for a dialogue with shareholders. The goal is to operate these meetings in a manner that can earn the trust of shareholders. This includes the disclosure of information about business operations so that information is supplied with sufficient volume and in the format that is easy to understand. In addition, there are quarterly Financial Results Briefing Sessions, Medium-term Business Plan Briefing, Sustainability Briefing, Investor Briefing for Individual Investors, Business Briefings and other activities held as necessary, mainly led by the President and CEO as well as executive officers in charge, and aimed at maintaining strong lines of communication with shareholders and other investors.

##### (4) Initiatives to feedback shareholder opinions and concerns to management

The President & CEO submits reports on information including opinions and concerns about the Company that were received through dialogues with shareholders and other investors to the Board of Directors, management council meetings and other major councils, as necessary.

##### (5) Disclosure of material information and management of material facts

The Company has a Corporate Information Disclosure Committee for the purpose of ensuring that the disclosure of important corporate information is timely, appropriate and fair. This Committee establishes a procedure for the disclosure of information. In addition, as stated in Rules for the Prevention of Group Internal Trading, etc., the managers of departments that have information about significant facts are responsible for managing this information. Disclosure must be timely, appropriate and fair. Information must be managed to prevent the provision of information only to some shareholders and investors.

##### (6) Dialogue with persons responsible for exercising voting rights of effective shareholders.



The Company performs investigations and other activities in order to identify effective shareholders. The purpose is to know all shareholders, both registered and effective shareholders, who make investment decisions and stock voting decisions. Dialogue with these effective shareholders is one of the Company's priorities.

After the Ordinary General Meeting of Shareholders held in June 2025, dialogues with persons responsible for exercising voting rights of multiple institutional investors, representing more than 30% of the Company's outstanding shares, on our governance and medium-to long-term management strategies were held in April and May.

The Company discloses financial information to shareholders and other investors, further focusing on providing non-financial information, including approach to management from medium- to long-term perspective of the President & CEO' (including specific measures regarding selection and concentration of businesses, the allocation of management resources, etc.), information about ESG (environmental, social and governance).

Additionally, the status of dialogue with shareholders and other details are also described later in this report under "Status of IR Activities".

< Measures to realize management that is conscious of capital cost and stock price >

<b>Contents</b>	Disclosure of the Company's initiative (Update)
<b>Availability of English translation</b>	Yes
<b>Date of Update</b> Updated	June 16, 2026

Status of Initiatives Regarding " Measures to realize management that is conscious of capital cost and stock price " Requested by the Tokyo Stock Exchange as of March 31, 2023 Updated

(1) Current Analysis

In the first two years (fiscal years 2023 to 2024) of the previous medium-term business plan, which targets fiscal years 2023 to 2025, The Company implemented global structural reforms in addition to executing business selection and concentration. In fiscal year 2025, the final year of the plan, positioned as "Turn Around 2025," the Company worked to establish a foundation for sustainable growth from fiscal year 2026 onward. As a result, we achieved ROE of 6.1%, exceeding our target of 5%. However, our PBR remains below book value, and we recognize that it still falls short of capital market expectations.

(2) Planning and Disclosure

Based on a review of the previous medium-term business plan, the Company has formulated a new medium-term business plan, Corporate Plan 2026–2028. Under this new plan, we aim to achieve ROE of 8% in fiscal year 2028. Thereafter, by continuously promoting capital efficiency improvement measures and executing our growth strategies, we target achieving PBR of 1x or higher at an early stage.

Corporate Plan 2026–2028 Presentation

<https://www.konicaminolta.com/jp->

[ja/investors/management/midterm\\_plan\\_presentations/index.html](https://www.konicaminolta.com/jp-ja/investors/management/midterm_plan_presentations/index.html)

(3) Execution of Initiatives (Measures for Realization)

The Company will strengthen its earnings base by thoroughly implementing business portfolio management centered on ROIC and will promote the commercialization of new businesses for sustainable growth over the medium to long term. Furthermore, the Company has decided to introduce TSR (Total Shareholder Return) -linked stock compensation. Through this redesigned compensation framework, the Company intends to enhance incentives for executive officers to promote long-term corporate value creation and thereby, contributing to increased shareholder value.

## 2. Capital Structure

Percentage of Foreign Shareholders	30% or more
------------------------------------	-------------

### [Status of Major Shareholders] Updated

Name / Company Name	Number of Shares Owned	Percentage (%)
The Master Trust Bank of Japan, Ltd. (Trust account)	81,132,100	16.33
Custody Bank of Japan, Ltd. (Trust account)	40,022,500	8.06
JPMSPLC CLIENT ASSETS SK JPY	16,000,000	3.22
MLI FOR SEGREGATED PB CLIENT	15,000,000	3.02
SMBC Trust Bank Ltd. (Sumitomo Mitsui Banking Corporation Pension Trust Account)	11,875,000	2.39
Nippon Life Insurance Company	10,809,234	2.18
JP JPMSE LUX RE CITIGROUP GLOBAL MARKETS L EQ CO	10,771,896	2.17
STATE STREET BANK AND TRUST COMPANY 505001	9,561,053	1.92
MUFG Bank, Ltd.	9,519,900	1.92
THE CHASE MANHATTAN BANK, N. A. LONDONSECS LENDING OMNIBUS ACCOUNT	9,479,330	1.91

Controlling Shareholder (except for Parent Company)	—
Parent Company	None

### Supplementary Explanation Updated

- The status of major shareholders shown above is the current status as of March 31, 2026.
- The percentage is calculated by deducting 5,849,182 shares of treasury shares. Treasury shares do not include the Company's shares held by trust accounts related to the BIP (Board Incentive Plan) trust for compensation for Directors (2,631,462 shares).
- According to a Statement of Large-Volume Holdings (Revised Statement of Large-Volume Holdings) made accessible to the public on July 29, 2024, as of July 22, 2024, a group of shareholders comprising MUFG Bank, Ltd. and three other companies, held the Company's shares as shown below. However, as the Company is unable to confirm the actual number of shares held as of March 31, 2026, the number of shares owned on the registration of the shareholder name is shown in the status of major shareholders above. Additionally, the percentages shown in parentheses is based on the total number of all issued shares, including treasury shares.
- Mitsubishi UFJ Financial Group, Inc. (group shareholding comprising three companies): 36,099,000 shares (7.18%)
- According to Statements of Large-Volume Holdings (Revised Statements of Large-Volume Holdings) made accessible to the public, the companies shown below have significant holdings of the Company's

shares, however, as the Company is unable to confirm the actual number of shares held as of March 31, 2026, they have not been included in the status of major shareholders above. Additionally, the percentages shown in parentheses is based on the total number of all issued shares, including treasury shares.

- Effissimo Capital Management Pte Ltd: 48,002,000 shares (9.55%) held as of February 27, 2026  
(Revised Statement of Large-Volume Holdings as of March 3, 2026)
- Sumitomo Mitsui Trust Asset Management Co., Ltd. (group shareholding comprising two companies): 27,182,000 shares (5.41%) held as of February 15, 2025  
(Revised Statement of Large-Volume Holdings as of September 19, 2025)
- NOMURA INTERNATIONAL PLC (group shareholding comprising two companies): 25,198,000 shares (5.01%) held as of January 31, 2025  
(Revised Statement of Large-Volume Holdings as of February 6, 2025)
- Sumitomo Mitsui DS Asset Management Company, Limited (group shareholding comprising two companies): 24,668,000 shares (4.91%) held as February 13, 2026  
(Revised Statement of Large-Volume Holdings as of February 20, 2026)

### 3. Corporate Attributes

Listed Stock Market and Market Section	Tokyo Prime Market
Fiscal Year-End	March
Type of Business	Electric Appliances
Number of Employees (consolidated) as of the End of the Previous Fiscal Year	1,000 or more
Sales (consolidated) as of the End of the Previous Fiscal Year	From ¥1 trillion
Number of Consolidated Subsidiaries as of the End of the Previous Fiscal Year	From 100 to less than 300

### 4. Policy on Measures to Protect Minority Shareholders in Conducting Transactions with Controlling Shareholder

### 5. Other Special Circumstances which may have Material Impact on Corporate Governance

## II. Business Management Organization and Other Corporate Governance Systems regarding Decision-making, Execution of Business, and Oversight in Management

### 1. Organizational Composition and Operation

Organization Form	Company with three committees (Nominating, Audit and Compensation)
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#### [Directors]

Maximum Number of Directors Stipulated in Articles of Incorporation	15
Term of Office Stipulated in Articles of Incorporation	1 year
Chairperson of the Board	Outside Director
Number of Directors	9

#### [Outside Directors]

Number of Outside Directors	5
Number of Independent Directors	5

#### Outside Directors' Relationship with the Company (1)

Name	Attribute	Relationship with the Company*										
		a	b	c	d	e	f	g	h	i	j	k
Soichiro Sakuma	From another company								△			
Masumi Minegishi	From another company								○			
Takuko Sawada	From another company								○			
Saeko Arai	From another company											
Yoshihiko Kawamura	From another company								○			

\* 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 fell under the category in the past

a. Executive of the Company or its subsidiaries

b. Non-executive Director or Executive of a parent company of the Company

c. Executive of a fellow subsidiary company of the Company

d. A party whose major client or supplier is the Company or an Executive thereof

e. Major client or supplier of the listed company or an Executive thereof

f. Consultant, accountant or legal professional who receives a large amount of monetary consideration or other property from the Company besides compensation as a director/*kansayaku*

- g. Major shareholder of the Company (or an executive of the said major shareholder if the shareholder is a legal entity)
- h. Executive of a client or supplier company of the Company (which does not correspond to any of d, e, or f) (the director himself/herself only)
- i. Executive of a company, between which and the Company Outside director/*kansayaku* are mutually appointed (the Director himself/herself only)
- j. Executive of a company or organization that receives a donation from the Company (the director himself/herself only)
- k. Others

#### Outside Directors' Relationship with the Company (2) Updated

Name	Committees			Designation as Independent Director	Supplementary Explanation of the Relationship	Reasons of Selection
	Nominating	Remuneration	Audit			
Soichiro Sakuma	○		○	○	<p>NS Solutions Corporation Advisor</p> <p>The transactions between NS Solutions Corporation and the Company accounted for less than 1% of the consolidated net sales of each company.</p>	<p>Reasons for selection as an Outside Director: The Company focuses on 1. having professional records and visions in their respective fields; 2. having no material business relations with the Company and thus a high degree of independence; and 3. ability to dedicate sufficient time to fulfill the duties of the Board of Directors and committees.</p> <p>At Nippon Steel Corporation and Nippon Steel &amp; Sumitomo Metal Corporation (currently Nippon Steel Corporation), Mr. Soichiro Sakuma was involved for many years in management in the manufacturing sector and was in charge of main head office functions, including general administration, human resources, environment and IT, mainly in legal and internal control &amp; audit. He has extensive experience and a broad range of knowledge as a corporate executive. In addition, Mr. Sakuma has a high degree of independence from the Company. Following his election as a Director in June 2020, Mr. Sakuma has performed well as a member of the Board of Directors and other committees. Mr. Sakuma has been in charge of the duty, securing sufficient time.</p> <p>Reason for selection as an Independent</p>

						<p>Director: Mr. Sakuma meets the standards for independence specified by the Nominating Committee. Also, as explained in the column to the left, Mr. Sakuma is not a business executive or other significant person at a major supplier or customer or a major shareholder. There are no conflicts of interest with shareholders concerning his role as an Outside Director. As a result, Mr. Sakuma is designated an Independent Director.</p>
Masumi Minegishi	○	○	○		<p>Recruit Holdings Co., Ltd.</p> <p>Chairperson and Representative Director of the Board</p> <p>The transactions between Recruit Holdings Co., Ltd. and the Company accounted for less than 1% of the consolidated net sales of each company.</p>	<p>Reasons for selection as an Outside Director: Same as above for 1 to 3</p> <p>Mr. Masumi Minegishi has led the transformation of Recruit Holdings Co., Ltd. into a global tech company through the expansion of the human resources business into the information business and digitalization and globalization. In addition to his wealth of management experience and broad insights as a top leader of companies with DNA related to the commercialization of IT services and business development capabilities, he has a high degree of independence for the Company.</p> <p>Following his election as a Director in June 2022, Mr. Minegishi has performed well as a member of the Board of Directors and other committees.</p> <p>Mr. Minegishi has been in charge of the duty, securing sufficient time.</p> <p>Reason for selection as an Independent Director: Mr. Minegishi meets the standards for independence specified by the Nominating Committee. Also, as explained in the column to the left, Mr. Minegishi is not a business executive or other significant person at a major supplier or customer or a major shareholder. There are no conflicts of interest with shareholders concerning his role as an Outside Director. As a result, Mr. Minegishi is designated an Independent Director.</p>

Takuko Sawada	○		○	<p>Shionogi &amp; Co., Ltd.</p> <p>Vice- Chair</p> <p>The transactions between Shionogi &amp; Co., Ltd. and the Company accounted for less than 1% of the consolidated net sales of each company.</p>	<p>Reasons for selection as an Outside Director: Same as above for 1 to 3</p> <p>Ms.Takuko Sawada has played a central role in promoting the previous and current medium-term business plans at Shionogi &amp; Co., Ltd., and has also focused on establishing global functions and collaborating with industry, government, and academia in Japan and overseas. In addition to her extensive global experience and insight in R&amp;D, management strategy formulation, new business development DX promotion, and more, she has a high degree of independence for the Company. Following her election as a Director in June 2023, Ms. Sawada has performed well as a member of the Board of Directors and other committees. The fiscal 2025 evaluation of the effectiveness of the Board of Directors confirmed that Board discussions were appropriately reflected in management execution, facilitated by active dialogue between supervisory and executive functions that balanced trust with constructive tension under the leadership of the Chairperson of the Board. We expect that similar contributions will continue to be made toward maintaining and enhancing our corporate governance. Ms. Sawada has been in charge of the duty, securing sufficient time.</p> <p>Reason for selection as an Independent Director: Ms. Sawada meets the standards for independence specified by the Nominating Committee. Also, as explained in the column to the left, Ms. Sawada is not a business executive or other significant person at a major supplier or customer or a major shareholder. There are no conflicts of interest with shareholders concerning her role as an Outside Director. As a result, Ms. Sawada is designated an Independent Director.</p>
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Saeko Arai	○	○	○	○	<p>Acuray, Inc. President</p> <p>Acuray, Inc. has no business relationship with the Company.</p>	<p>Reasons for selection as an Outside Director: Same as above for 1 to 3</p> <p>Ms. Saeko Arai has accumulated her experience as an auditor and director in several companies on the back of her expertise knowledge in finance and accounting and experience as a Chief Financial Officer (CFO) in a global company, and she possesses deep knowledge of corporate governance and internal control. The Company expects that Ms. Arai can leverage her insight and analytical skills cultivated through experience in formulating medium- to long-term financial strategies for the Company's sustainable growth, and at the same time, she has a high degree of independence for the Company.</p> <p>Following her election as a Director in June 2025, Ms. Arai has performed well as a member of the Board of Directors and other committees. Ms. Arai has been in charge of the duty, securing sufficient time.</p> <p>Reason for selection as an Independent Director: Ms. Arai meets the standards for independence specified by the Nominating Committee. Also, as explained in the column to the left, Ms. Arai is not a business executive or other significant person at a major supplier or customer or a major shareholder. There are no conflicts of interest with shareholders concerning her role as an Outside Director. As a result, Ms. Arai is designated an Independent Director.</p>
Yoshihiko Kawamura	○	○	○	○	<p>Executive Vice President and Executive Officer (Chief Financial Officer) of KIOXIA Holdings Corporation</p>	<p>Reasons for selection as an Outside Director: Same as above for 1 to 3</p> <p>Mr. Yoshihiko Kawamura has demonstrated exceptional capabilities in formulating and implementing financial strategies as Chief Financial Officer (CFO) at Hitachi, Ltd. and has knowledge and networking experience in a wide range of</p>

				<p>Executive Vice President and Executive Officer (Chief Financial Officer) of KIOXIA Corporation</p> <p>The transactions between either KIOXIA Holdings Corporation, KIOXIA Corporation and the Company accounted for less than 1% of the consolidated net sales of each company.</p>	<p>industries, including the electronics industry, at Mitsubishi Corporation. Backed by his experience in promoting the selection and concentration of diversified global businesses in the manufacturing industry, he possesses an important perspective for realizing sustainable growth while maintaining financial soundness, and at the same time, has a high degree of independence for the Company.</p> <p>Following his election as a Director in June 2025, Mr. Kawamura has performed well as a member of the Board of Directors and other committees. Mr. Kawamura has been in charge of the duty, securing sufficient time.</p> <p>Reason for selection as an Independent Director: Mr. Kawamura meets the standards for independence specified by the Nominating Committee. Also, as explained in the column to the left, Mr. Kawamura is not a business executive or other significant person at a major supplier or customer or a major shareholder. There are no conflicts of interest with shareholders concerning his role as an Outside Director. As a result, Mr. Kawamura is designated an Independent Director.</p>
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#### [Committees]

##### Committee's Composition and Attributes of Chairperson

	All Committee Members	Full-time Members	Internal Directors	Outside Directors	Chairperson
Nominating Committee	6	1	1	5	Outside Director
Remuneration Committee	4	1	1	3	Outside Director
Audit Committee	4	1	1	3	Outside Director

### [Executive Officers (Shikkoyaku)]

Number of Executive Officers <b>Updated</b>	12
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Status of Additional Duties <b>Updated</b>
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Name	Representative Authority	Additional Duties as Director			Additional Duties as Employee
			Nominating Committee Member	Remuneration Committee Member	
Toshimitsu Taiko	Yes	Yes	×	×	No
Yoshihiro Hirai	No	Yes	×	×	No
Noriyasu Kuzuhara	No	Yes	×	×	No
Shinichiro Oka	No	No	×	×	No
Norihisa Takayama	No	No	×	×	No
Yusuke Yoshimura	No	No	×	×	No
Keisuke Ichijo	No	No	×	×	No
Miwa Okamura	No	No	×	×	No
Akiko Murayama	No	No	×	×	No
Mihoko Oshima	No	No	×	×	No
Hanako Kato	No	No	×	×	No
Takashi Kamata	No	No	×	×	No

### [Auditing Structure]

Appointment of Directors and/or Staff to Support the Audit Committee	Appointed
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Matters Related to the Independence of Such Directors and/or Staff from Executive Officers (Shikkoyaku)
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The Company set up the Audit Committee Office with a full-time staff to support the Audit Committee. In addition to serving as the secretariat of the Audit Committee, the Audit Committee Office performs its duties in accordance with the instructions of the Audit Committee. This role and responsibility are clearly stipulated in internal rules and communicated within the Company. To ensure the independence of the Audit Committee Office from Executive Officers and Corporate Vice Presidents, and to secure the effectiveness of instructions issued by the Audit Committee, personnel matters relating to the Audit Committee Office, including appointment, transfer, and disciplinary actions, are subject to the prior approval of the Audit Committee.

Cooperation among Audit Committee, Accounting Auditors and Internal Audit Departments <b>Updated</b>
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The Audit Committee holds meetings with the External Accounting Auditor on a regular basis throughout the year. Through these meetings, the Audit Committee receives detailed explanations regarding the External Accounting Auditor's audit policies and audit plans, and engages in two-way exchanges of opinions and information, including communicating requests regarding priority audit items. From the perspective of ensuring the proper performance of the External Accounting Auditor's duties, the Audit Committee also receives explanations concerning the audit framework, independence, and quality control of the External Accounting Auditor, and conducts necessary reviews. In addition, the Audit Committee receives detailed reports on audit methods and results, monitors the status of audit implementation, and compares such information with facts independently obtained by the Audit Committee, thereby assessing the appropriateness of the External Accounting Auditor's audit.

As a company with three committees, the Company has an Audit Committee, while subsidiaries in Japan are companies with *Kansayaku*. The Company has a Corporate Audit Division to perform internal audits. Furthermore, while preserving its independence as an audit organization, the Audit Committee, Corporate Audit Division and *Kansayaku* of the subsidiaries coordinate with each other to ensure the efficiency and effectiveness of audits.

The Corporate Audit Division has established a dual reporting line and reports the results of internal audits to both the President and Representative Executive Officer and the Audit Committee. The Chairperson of the Audit Committee reports the contents of Audit Committee reports to the Board of Directors as appropriate. In addition, regular audit activities and monthly monitoring activities are compiled into reports and submitted to the President and Representative Executive Officer, as well as to the full-time Audit Committee Member. These reports are subsequently shared with the Audit Committee through the full-time Audit Committee Member.

Rules also stipulate that the Audit Committee has the authority to instruct the Corporate Audit Division to conduct special audits.

#### [Independent Directors]

Number of Independent Directors	5
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Matters relating to Independent Directors	Updated
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All Outside Directors who are qualified to be Independent Directors are designated Independent Directors. In 2007, the Nominating Committee established "Independence Standards for Outside Directors." Regarding such standards, the Nominating Committee selects Outside Director candidates for whom none of the following items are applicable.

(1) Person affiliated with Konica Minolta

- Former employee of the Konica Minolta Group
- Having a family member (spouse, child, or any blood or marital relative within the second degree) that has served as a Director, Executive Officer, Auditor or senior management in the Konica Minolta Group during the past five years

(2) Person affiliated with a major supplier/client

- Currently serving as a Managing Director, Executive Officer, or employee of a major supplier/client company/group that receives 2% or more of its consolidated sales from the Konica Minolta Group or vice versa

(3) Specialized service provider (lawyer, accountant, consultant, etc.)

- Specialized service provider that received annual compensation of 5 million yen or more from the Konica Minolta Group for the past two years

(4) Other

- A shareholder holding 10% or more of the voting rights in the Company (Executive Director, Executive Officer, or employee in the case of a corporate body)
- A Director taking part in a Director exchange
- A Director, Executive Officer, *Kansayaku* or equivalent position-holder of a company that competes with the Konica Minolta Group, or a person holding 3% or more of the shares of a competing company
- Having some other significant conflict of interest with the Konica Minolta Group

#### [Incentives]

Incentive Policies for Directors and/or Executive Officers (Shikkoyaku)	Performance-linked Remuneration, and others
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#### Supplementary Explanation

The Company has introduced medium-term stock bonus plan (performance-linked) for Executive Officers in addition to performance-linked cash bonus. The stock compensation-type stock options have been terminated after the 12th stock compensation-type stock options for fiscal 2016 issued in August 2016.

Recipients of Stock Options	—
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#### Supplementary Explanation

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#### [Remuneration for Directors and Executive Officers (Shikkoyaku)]

Disclosure of Individual Directors' Remuneration	Not disclosed
Disclosure of Individual Executive Officers' (Shikkoyaku) Remuneration	Individual disclosure only for some Executive Officers

#### Supplementary Explanation Updated

Compensation for Directors and Executive Officers in fiscal 2025 was as shown below.

(1) One Director who does not concurrently hold Executive Officer post

Base salary of 33 million yen

No performance-linked cash bonuses

Stock bonus of 7 million yen

(2) The 7 Outside Directors

Base salary of 91 million yen

No performance-linked cash bonuses

No stock bonuses

(3) The Executive Officers (11 persons for base salary, 13 persons for performance-linked bonus and stock bonus)

Base salary of 292 million yen

Performance-linked cash bonus of 158 million yen

Stock bonus of 106 million yen

(Notes)

1. At of March 31, 2026, the Company has five (5) Outside Directors, one (1) Internal Director (not concurrently holding Executive Officer posts) and eleven (11) Executive Officers.

2. In addition to one (1) Internal Director shown above (1), the Company has three (3) Internal Directors who concurrently hold Executive Officer posts, and the compensation to these Directors is included in compensation to Executive Officers.

3. Regarding performance-linked bonus, the amounts recorded as accounting expenses as of the fiscal year-end are stated. Specifically, the “performance level portion” and the “performance target attainment portion” were calculated based on estimated performance as of the fiscal year-end, while the “individual evaluation portion” was recorded as a standard amount prescribed in the internal rules for executive compensation.

The final payment amount will be deliberated and determined by the Compensation Committee based on finalized performance and evaluation; however, it may differ from the amount recorded as an expense.

4. Regarding the stock bonus, the amounts recorded as accounting expenses as of the fiscal year-end are stated. Specifically, for “Stock Bonus (Performance-linked)” the estimated future amount of the Company’s stock bonus was calculated and expensed based on the number of points determined according to estimated performance as of the final fiscal year-end of the Medium-term Business Plan period. For “medium-term stock bonus (non-performance-linked)” and “long-term stock bonus,” the estimated future amounts of the Company’s stock bonus were calculated and expensed based on the number of points stipulated in the internal rules for executive compensation.

The final bonus amount and number of points will be deliberated and determined by the Compensation Committee based on finalized performance and evaluation; however, it may differ from the amount recorded as an expense.

The officer whose total compensation amount in fiscal year 2025 will be 100 million yen or more is as follows:  
President & CEO Representative Executive Officer Toshimitsu Taiko 144 million yen

<Breakdown>

Base salary 74 million yen, performance-linked bonus 34 million yen, stock bonus 36 million yen

(Note) The performance-linked cash bonus is the same as above in Note 3, and the stock bonus, is the same as above in Note 4.

Policy on Determining Remuneration Amounts and Calculation Methods <u>Updated</u>	Established
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Disclosure of Policy on Determining Remuneration Amounts and Calculation Methods

The Company, which has adopted the company-with-three-committees system, has established a Compensation Committee. Outside Directors account for the majority of members of the committee and the committee is chaired by an Outside Director to ensure transparency and to determine compensation in a fair and appropriate manner.

The Company's Directors' compensation system is intended to strengthen the motivation of Directors and Executive Officers to strive for the continuous medium-to-long-term improvement of the Group performance in line with management policies to meet shareholder expectations, and to contribute to the optimization of the Group value. The Company aims for a level of compensation that enables it to attract and retain talented people to take responsibility for the Company's development.

In keeping with these aims, the Compensation Committee has established a policy for determining the individual compensation entitlement of Directors and Executive Officers as set out below, and determines the amount, etc. of individual compensation entitlement of Directors and Executive Officers in line with this policy.

To further strengthen incentives for achieving the targets of the Medium-term Business Plan and the Group annual budget, the Company continuously studied and deliberated on revisions to the executive compensation system in accordance with the approach set out in the compensation policy. Based on the results, the Compensation Committee resolved at its meeting held on March 26, 2026 to revise the executive compensation system and to apply the revised system from fiscal 2026.

In addition, as part of the above reviews and deliberations, the treatment of TSR-linked stock compensation, which had been approved at the Compensation Committee meeting held on April 28, 2025, was further specified and likewise resolved at the Compensation Committee meeting held on March 26, 2026.

Based on the foregoing, the policy for determining the amount of compensation, etc. for Directors and Executive Officers, or the method of calculation thereof, has been revised as follows.

<Compensation Policy>

(1) Compensation system

- For Directors (non-executive Inside Directors), in light of their role to supervise management, the portion reflecting short-term performance shall be eliminated, and their compensation shall consist of "Base salary" as base compensation and "stock bonus." "Stock bonus" shall be "non-performance-linked stock bonus." Outside Directors shall receive only "Base salary" which includes compensation commensurate with their roles.
- Compensation for Executive Officers shall consist of "Base salary" "performance-linked cash bonus for each fiscal year", and "stock bonus." "Stock bonus" shall consist of "performance-linked stock bonus" and "TSR-linked stock bonus."

(2) Total compensation and “Base salary” shall be set separately at appropriate levels by position and job value, while utilizing objective external data and evaluation data on a regular basis.

(3) “Performance-linked cash bonus for each fiscal year” shall be determined based on the degree of achievement of performance targets for the relevant fiscal year and the degree of achievement of each Executive Officer’s key initiatives. The portion linked to the achievement of fiscal year performance targets shall be determined within a range of 0% to 200% of the standard amount. The targets shall be key consolidated management indicators related to performance (profit attributable to owners of the Company).

(4) Stock bonus shall be as follows.

- “Non-performance-linked stock bonus” for Directors shall be granted in the form of the Company’s shares at the end of each fiscal year, with the aim of continuously enhancing motivation to contribute to the improvement of shareholder value and promoting the holding of the Company’s shares.
- “Performance-linked stock bonus” for Executive Officers shall be granted in the form of the Company’s shares within a range of 0% to 200% based on the degree of achievement of targets after the completion of the Medium-term Business Plan, with the aim of enhancing incentives for achieving the targets of the Medium-term Business Plan and promoting the holding of the Company’s shares. The medium-term performance targets shall be key consolidated financial indicators (ROE), taking into account the medium-term management policy.
- “TSR-linked stock bonus” for Executive Officers provides Company shares in a range of 0% to 200% based on the Company’s TSR relative to the growth rate of the benchmark. It is designed to motivate contributions to long-term corporate value enhancement by improving shareholder value and to promote ownership of the Company’s shares.
- The standard number of shares for each fiscal year under “stock bonus” is set by position in the first fiscal year of the Medium-term Business Plan.
- Certain portions of shares are distributed in cash on the assumption that they are exchanged for cash.
- Shares of the Company obtained as stock bonus shall be held in principle for one (1) year after the date of retirement from the post of each Director or Executive Officer.

(5) The ratio of “Base salary” “performance-linked cash bonus” and “stock bonus” for Executive Officers shall be set at approximately 40:30:30 for the President and CEO, who is the Representative Executive Officer, and for other Executive Officers the ratio of Base salary shall be set higher than that for the President and CEO.

In addition, within “stock bonus” for Executive Officers, the ratio of “performance-linked stock bonus” to “TSR-linked stock bonus” shall be set at approximately 60:40.

(6) Compensation for non-Japan residents may be handled in different ways from the treatment said above according to legal and other circumstances.

(7) When the Board of Directors resolved a correction to financial statements after the announcement due to a material accounting error or fraud, the Compensation Committee considers corrections to performance-linked bonuses and limit payment or request return of the bonuses when necessary. (“Clawback clause”)

(8) The Company reviews levels, composition and others of compensation in a timely and proper manner in accordance with changes in the management environment.

(Note 1) Compensation levels

The compensation levels for Directors and Executive Officers are set with the objective of securing and retaining capable personnel who will drive the Company’s growth. Appropriate levels are determined by



taking into account position and job value, while utilizing objective external data and evaluation data on a regular basis.

(Note 2) Compensation components and component ratios

- Directors: Internal Directors (not concurrently serving as Executive Officers)
  - Base salary 80%
  - Non-performance-linked stock bonus 20%
- Directors: Outside Directors
  - Base salary 100%
- Executive Officers: President & CEO
  - Base salary 40%
  - Performance-linked cash bonus 30%
  - Performance-linked stock bonus 18%
  - TSR-linked stock bonus 12%
- Executive Officers: Other Executive Officers
  - Base salary 45%
  - Performance-linked cash bonus 25%
  - Performance-linked stock bonus 18%
  - TSR-linked stock bonus 12%

< Indicators and the reasons for the selection of these indicators, and method for determining the amount of performance-linked bonuses>

(1) Performance-linked cash bonus

(a) Overview (items, evaluation indicators, etc.)

Item	Portion according to performance level	Portion according to personal appraisal
Ratio within total annual performance-linked cash bonus	70%	30%
Indicator	Net profit	Achievement rate against target of key strategic measures.
Evaluation method	Payout rate determined in the range of 0% to 200% based on achievement rate against the Group annual budget, with 100% as the standard.	Evaluated by President & CEO in the range of 0% to 200%, with 100% as the standard.

(Notes)

1. Component ratios are theoretical values based on design.
2. For the President & CEO, only the performance-linked portion applies.

(b) Indicators and reasons for selecting those indicators

1) The indicator for the “performance-linked portion” is the amount of profit attributable to owners of the Company (consolidated).

This indicator has been selected on the basis that it is one of the most important indicators in the Medium-term Business Plan that commenced in FY2026, that it enables the clarification of management accountability

for improving profitability and capital efficiency, that it clarifies the establishment of profitability and accountability for profits in the current situation, and that it is considered to be the most straightforward indicator for presenting management results to shareholders in an easily understandable manner.

2) The “individual evaluation component” uses as indicators the degree of achievement, level of difficulty, and the degree of involvement of the President with respect to each Executive Officer’s key issues and individual targets. Accordingly, this component is evaluated from perspectives and items that differ from those of the “performance-linked component.

In particular, it is noted that measures which do not appear in financial indicators, or measures that are accompanied by a temporary deterioration in financial indicators, shall be executed in a timely and appropriate manner if they are strategically necessary for the enhancement of the Company’s medium- to long-term corporate value.

(C) Method for determining compensation amount

1) For the performance-linked portion, the payout rate is calculated based on the Group annual budget achievement rate for the relevant indicator, and the payout amount is determined by multiplying this payout rate by the standard amount for each position.

2) For the individual evaluation portion, the payout amount is determined by multiplying the standard amount for each position by the evaluation of the degree of achievement of the important issues for each Executive Officer, as proposed by the President and CEO, within a range of 0% to 200%, with 100% as the standard.

In order to ensure objectivity and fairness in this evaluation, at the beginning of the fiscal year, the Remuneration Committee receives explanations from the President and CEO regarding the important issues and target levels for each Executive Officer, and confirms their consistency with the annual management plan outline and the Medium-term Business Plan as determined by the Board of Directors.

3) The payout amounts are deliberated and resolved by the Compensation Committee.

(Note)The relationship between the Group annual budget achievement rate and the payout rate for the performance-linked portion is as follows:

Achievement rate	Payout rate
Minimum achievement rate (*) ÷ less than 2	0%
Minimum achievement rate ÷ 2 and less than the minimum achievement rate	Minimum achievement rate - (minimum achievement rate - achievement rate) x 2
Minimum achievement rate to less than 100%	Same as the achievement rate
100% to less than 150%	100% + (achievement rate - 100%) x 2
150% or more	200%

(\*)Minimum achievement rate (\*): Achievement rate at the time of public announcement (Publicly disclosed figure divided by the Group annual budget figure ÷ Group-wide annual budget)

(2) Stock bonus

(a) Overview (items, evaluation indicators, etc.)

Item	Performance-linked stock bonus	TSR-linked stock bonus
Ratio within total stock bonus	60%	40%

Indicator	ROE (Group consolidated)	TSR
Evaluation basis	Degree of achievement against the target value for the final fiscal year of the Medium-term Business Plan	Relative TSR

(Notes)

1. The ratios of each component represent theoretical values in the design.

2. The calculation formulas and definitions of relative TSR, etc., are as follows:

• Relative TSR:

The Company's TSR during the evaluation period divided by the growth rate of TOPIX (including dividends) during the same period

• The Company's TSR:

(Average of the closing share price of the Company during the last three months of the final fiscal year of the evaluation period + total dividends paid during the evaluation period) divided by average of the closing share price of the Company during the last three months of the fiscal year preceding the start of the evaluation period

• Growth rate of TOPIX (including dividends):

Average of TOPIX (including dividends) during the last three months of the final fiscal year of the evaluation period divided by average of TOPIX (including dividends) during the last three months of the fiscal year preceding the start of the evaluation period

• Evaluation period:

Latest three fiscal years (latest two fiscal years for the inaugural delivery only)

(b) Indicators and the reasons for the selection of these indicators

1) The indicator for the performance-linked share-based compensation is ROE (Group consolidated), and the evaluation is conducted based on the degree of achievement against the target set for the final fiscal year of the Medium-term Business Plan.

ROE was selected as one of the most important indicators in the Medium-term Business Plan starting from FY2026, as it clearly demonstrates management's responsibility for improving profitability and capital efficiency.

In addition, ROE integrally reflects multiple management factors, including profitability (profit margins), efficiency (asset turnover), and capital structure, and is therefore regarded as a metric that enables a comprehensive evaluation of the results of the Medium-term Business Plan using a single figure.

2) The indicator for the TSR-linked share-based compensation is TSR, and the evaluation is conducted using relative TSR. This is because initiatives aimed at enhancing shareholder value are considered to provide executives with incentives to increase long-term corporate value.

(C) Methods for determining the amount of compensation

1) For the performance-linked share-based compensation, the payout rate is calculated based on the degree of achievement of the target for the final fiscal year of the Medium-term Business Plan period. The number of shares to be delivered is determined by multiplying this payout rate by the cumulative standard points for each position over the same period, with one point equivalent to one share.

For the TSR-linked share-based compensation, the payout rate is calculated based on relative TSR for each fiscal year. The number of shares to be delivered is determined by multiplying this payout rate by the cumulative standard points for each position for the relevant fiscal year, with one point equivalent to one share. The payout rate varies within a range of 0% to 200%, depending on the degree of target achievement or relative TSR.

2) The standard points for each position are calculated by dividing the amount allocated to each position by the reference share price.

3) The reference share price is the average share price during the first three months of the Medium-term Business Plan period.

4) The number of shares to be delivered above is deliberated and determined by the Compensation Committee.

(Note 1) The relationship between the degree of achievement of the target for the final fiscal year of the Medium-term Business Plan period and the payout rate under the performance-linked share-based compensation is as follows:

Achievement rate	Payout rate
Less than 50%	0%
50% to less than 100%	$100\% - (100\% - \text{achievement rate}) \times 2$
100% to less than 150%	$100\% + (\text{achievement rate} - 100\%) \times 2$
150% or more	200%

(Note 2) The relationship between relative TSR and the payout rate under the TSR-linked share-based compensation is as follows:

Relative TSR	Payout rate
Less than 50%	0%
50% to less than 200%	Same as relative TSR
200% or more	200%

#### **[Supporting System for Outside Directors] Updated**

There is the Board of Directors Office that functions as a secretariat for the Board of Directors, Nominating Committee and Compensation Committee and has a similar function to that of the Audit Committee Office that is the secretariat for the Audit Committee. The members of the Board of Directors Office and the Audit Committee Office provide assistance for the Outside Directors to help enable the board and its each committee to function properly. The secretariat distributes materials to outside directors in advance and provides an overview of the agenda up to three months in advance. The secretariat and the executive officers or corporate vice presidents in charge of the agenda also explain important agenda items in advance, thereby creating an environment in which the Board of Directors can focus on important issues and operate efficiently and smoothly. The secretariat also plans, proposes, and accompanies on site visits as part of the provision of information.

**[Status of Persons Who Have Retired from a Position Such as Representative Director and President etc.]**

Retired Representative Director and Presidents, etc., holding Advisory or Any Other Position in the Company

Name	Title/ Position	Responsibilities	Working Form and Conditions (Full-time/Part- time, Paid/Unpaid, etc.)	Date of Retirement from Position Such as President (Note)	Term
Shoei Yamana	Honorary Advisor	External activities using the title of senior advisor	Part-time/Unpaid	June 20, 2023	One year
Masatoshi Matsuzaki	Honorary Advisor	External activities using the title of honorary advisor	Part-time/Unpaid	June 17, 2022	One year
Yoshikatsu Ota	Honorary Advisor	External activities using the title of honorary advisor	Part-time/Unpaid	June 19, 2014	One year
Hideo Tashima	Honorary Advisor	External activities using the title of honorary advisor	Part-time/Unpaid	June 29, 1999	One year

Total Number of Retired Representative Director and Presidents, etc. Holding Advisory or Any Other Position in the Company	4
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Other Matters Updated

There is no senior advisor position at the Company because it was terminated in 2006.

Past presidents of the Company or the Company's predecessors (Konica Corporation and Minolta Co., Ltd.) can receive the title of Special Advisor or Honorary Advisor once an individual is no longer a Director as defined in the Companies Act. A summary of this position is as follows.

- A Special Advisor is an individual who performs external activities that are beneficial to the Company. This includes the activities of industry and economic associations that represent the Company, public service activities such as social activities and committee studies, and other types of activities. A Special Advisor also may be requested by the Company to provide reference opinions and advice on management issues, etc. Compensation shall be approximately 30% of the fixed remuneration at the time of retirement as the President, but shall be determined in accordance with the role, service, etc. The term of office shall be for one year, with a maximum of four years or until the age of 75, whichever is shorter.

- An Honorary Advisor is given to a former president who wants to use this title for external activities and when the Company determines that these activities would be meaningful to the Company. There is no compensation. The term of office is one year and can be extended every year by mutual agreement.
- Special Advisors and Honorary Advisors have no rights involving decisions or other influences on management decisions and judgments.
- The President & CEO selects Special Advisors and Honorary Advisors and their status and submits reports to the Board of Directors.
- The Board of Directors establishes rules for this advisor system as part of the Company Rules.

As stated above, as of June 17, 2026, there are no Special Advisors and four Honorary Advisors.

(Note) Date of retirement from position such as President is the day the former CEO was no longer a Director as defined in the Companies Act.

## **2. Matters on Functions of Business Execution, Auditing, Oversight, Nominating and Remuneration Decisions (Overview of Current Corporate Governance System) Updated**

### **(1) Activities of the Board of Directors**

#### **(a) Frequency of Meetings held**

In fiscal 2025, 12 meetings were held.

#### **(b) Main matters for consideration**

Fiscal 2025, the final year of the Medium-term Business Plan, was positioned as a year to solidify the foundation for sustainable growth from fiscal 2026 onward under the initiative “Turn Around 2025.” With a strong focus on improving shareholder value, the Board of Directors provided supervision and advice from a medium- to long-term perspective, incorporating an investor-oriented viewpoint. Discussions focused on strengthening business portfolio management based on ROIC and enhancing the Company’s value creation story.

The formulation of the new Medium-term Business Plan was a central agenda item. The Board engaged in intensive discussions on financial targets, capital structure, core technologies, and the execution capability and feasibility of initiatives linked to improving gross profit margins, cost efficiency, and capital efficiency. Prior to formal Board meetings, directors’ roundtable meetings are held to identify key focus areas at an early stage of executive consideration. This ensures that Board discussions are concentrated on material issues. In conjunction with this, in setting the Board's agenda, efforts were made for efficient operation, such as implementing written resolutions and reports in a timely manner, and for agenda items aimed at information sharing, materials were distributed in advance so that only questions and answers were conducted on the day of the Board meeting.

#### **(c) Attendance of each Director**

All Directors attended all board meetings in fiscal 2025 (100% attendance rate).

### **(2) Business execution**

#### **(a) Transfer of authority to Executive Officers by the Board of Directors**

The Board of Directors delegates significant authority concerning decisions about business operations to the President & CEO. The Board of Directors concentrates on fundamental items involving business operations, such as “Fundamental Policies for Management” as well as on the oversight of how business operations are managed.

#### **(b) Framework for business operations**

The Board of Directors appoints Executive Officers and selects from these Executive Officers the President & CEO and senior Executive Officers. In addition, the Board of Directors assigns specific duties to the Executive Officers and determines the flow of orders and instructions. The President & CEO and the other Executive Officers make decisions and conduct business operations for the business operations they have been given responsibility by a resolution of the Board of Directors.

#### **(c) Management Consultation Committee**

The Management Consultation Committee provides assistance to the President & CEO for making decisions and discusses important items concerning management of the Group.

### (3) Functions and roles of Outside Directors involving corporate governance

Upgrading an oversight function from the perspective of shareholders is one of the priorities of the Company. The Nominating Committee selects highly independent Outside Director candidates based on “Independence Standards for Outside Directors” established by this committee and the standards for Independence in Rule 436-2 of the Securities Listing Regulations of Tokyo Stock Exchange, Inc. The primary role of Outside Directors is to use the perspective of shareholders. In particular, the Outside Directors are responsible for supervising management in order to protect ordinary shareholders and ensure the common interests of shareholders when there is a conflict of interest with senior management team.

At meetings of the Board of Directors, Outside Directors make statements from the perspective of shareholders concerning proposals from Executive Officers and reports about studies involving significant issues. Furthermore, Outside Directors use their many years of corporate management experience to give appropriate advice. All of these activities contribute to upgrading management strategies and improving the efficiency of management. In addition, an Outside Director chairs the Nominating, Audit and Compensation Committees in order to heighten transparency.

The Company has contractual agreements with the Outside Directors that limit the liability of these Directors. These agreements are for the purposes of attracting highly qualified individuals as Outside Directors and enabling these Directors to perform their roles as expected.

### (4) Nominations

(a) Please see I. 1. [Disclosure Based on the Principles of the Japan’s Corporate Governance Code] (4) Policy and procedure for selections or dismissals of Executive Officers and nominations of Director candidates.

#### (b) Activities of Nominating Committee

##### 1) Functions and roles

- Decisions involving proposals submitted to the shareholders meeting concerning the election and termination of Directors
- Receive reports from the President & CEO concerning a plan for a successor (training and selection) at a suitable time and supervision of this plan

##### 2) Frequency of Meetings held

5 meetings of the Nominating Committee were held in fiscal 2025.

##### 3) Main matters for consideration

In fiscal 2025, based on a review of the composition and selection criteria of the Board of Directors and the three committees, the Nominating Committee formulated proposals for director appointments. The Nominating Committee’s views in the review and the results thereof are as follows.

#### <Review approach>

- In consideration of the Company’s medium- to long-term management challenges and strategies, the Board of Directors shall be of an appropriate total number and composition to aim for sustainable growth and improvement in corporate value.



<Review results>

- There shall be a total of nine (9) Directors, of which five (5) are Independent Outside Directors and four (4) are Internal Directors.
- The selection process for Outside Director candidates will proceed by clarifying the required qualifications and their priorities.
- The Chairperson of the Board of Directors shall be selected from among the Independent Outside Directors.
- One (1) Internal Director shall not concurrently serve as an Executive Officer, and instead be a full-time Audit Committee Member.
- In line with management strategies, etc., Internal Directors who concurrently serve as Executive Officers shall be selected in consideration of the role they should fulfill on the Board of Directors.

Following discussions by the Nominating Committee based on the above, it was confirmed that the following conditions shall apply.

<Independent Outside Directors>

- All five current independent outside directors will continue to be nominated as candidates for director. While maintaining the balance and diversity of knowledge, experience, and capabilities as before, the Company aims to enhance corporate value sustainably through supervision and advice from a medium-to long-term perspective.

<Chairperson of the Board of Directors>

- The current Chairperson continues as a candidate, as the individual fully meets the required qualifications and is expected to lead Board operations effectively toward achieving the goals of the new Medium-term Business Plan starting in fiscal 2026.

<Directors not concurrently serving as Executive Officers>

- A new candidate is selected as the current Internal Director who does not concurrently serve as an Executive Officer will retire based on the tenure criteria stipulated in the Nominating Committee regulations. The candidate is expected to contribute, by leveraging experience in leading the growth of the Company's technologies as the executive in charge of technology, to providing specialized and effective supervision of future growth strategies and to enhancing the effectiveness of the Audit Committee as a full-time member.

<Internal Directors concurrently serving as Executive Officers>

- The current Internal Directors concurrently serving as Executive Officers shall again be selected as candidates. Alongside the President and CEO, Representative Executive Officer, the Committee deems that having the Executive Officer in charge of accounting and finance and the Executive Officer in charge of the Industry Business as members would lead to fulfilling their accountability in making important management decisions, while at the same time, contributing to effective discussions.

In appointing Executive Officers, the Nominating Committee received reports on the selection process

and reasons for selection and checked them prior to the Board of Directors' resolution. In addition, since the change of President and CEO in April 2022, we have continued to work on succession planning for the next President and CEO. We will continue to receive regular reports from the President and CEO on the progress of the succession plan and provide supervision and advice.

4) Attendance of each member of the Committee

All Nominating Committee members attended all Nominating Committee meetings in fiscal 2025 (100% attendance rate).

(5) Audits and supervision

(a) Auditing Structure

This information is in the previous "Auditing Structure" section.

(b) Accounting audit

1) Accounting Auditor

For fiscal 2025, the Company signed an audit contract with KPMG AZSA LLC to perform Companies Act audits and Financial Instruments and Exchange Act audits.

2) Duration of the audit

After the fiscal year ended March 31, 2007

3) Certified Public Accountants who conducted the audit and individuals who assisted with the audit

(Certified Public Accountants who conducted the audit)

Designated Limited Liability Partner Yoshihide Takehisa

Designated Limited Liability Partner Yuichi Watanabe

Designated Limited Liability Partner Yushi Nakajima

(Individuals who assisted with the audit)

25 Certified Public Accountants and 86 others, a total of 111

(c) Audit Committee

1) Functions and roles

Please see II. 1. [Auditing Structure].

2) Frequency of Meetings held

13 meetings of the Audit Committee were held in fiscal 2025.

3) Roles and activities of the Internal Audit Committee

The Company selects an Internal Director who does not concurrently serve as an Executive Officer to act as a full-time Audit Committee Member responsible for investigations. Internal Audit Committee Member collects information through routine audit activities and reports his findings to the Audit Committee, in which Outside Audit Committee Members constitute a majority. Through these activities, he contributes to improvements in the quality and quantity of audits and enhances the effectiveness of the Audit Committee.

Internal Audit Committee Member mainly engages in the following activities.

- Attending important meetings related to business execution, and overseeing the appropriateness of decision-making processes for matters delegated by the Board of Directors to Executive Officers and Corporate Vice Presidents, monitoring the operation of the internal control system, and other activities.

- Conducting on-site visits to business locations, including domestic and overseas subsidiaries, and gaining an understanding of the actual conditions of each company and business site through interviews with management and responsible personnel.
- Receiving monitoring reports on a regular basis from the Corporate Audit Division, which performs internal audits, and from *Kansayaku* of the subsidiaries, and exchanging views on matters identified. Through such mutual cooperation, efforts are made to enhance audit functions.
- Holding meetings with the Accounting Auditor as appropriate throughout the year, exchanging opinions and information on important matters related to accounting audits, and ensuring the implementation of appropriate and rigorous accounting audits.

#### 4) Attendance of each member of the Committee

In fiscal 2025, all members of the Audit Committee attended all Committee meetings, resulting in an attendance rate of 100%.

#### (6) Determination of compensation

(a) The policy for the determination of compensation is in II. 1. [Disclosure of Policy on Determining Remuneration Amounts and Calculation Methods].

#### (b) Activities of Compensation Committee

##### 1) Functions and roles

Decisions about compensation for individual Directors and Executive Officers.

##### 2) Frequency of Meetings held

Eight meetings of the Compensation Committee were held in fiscal 2025.

##### 3) Main matters for consideration

- To further strengthen incentives for achieving the targets of the Medium-term Business Plan and annual budgets, the Compensation Committee has continuously conducted examinations and deliberations on the review of the executive compensation system.

Based on these discussions, the Committee resolved to revise the executive compensation system and apply it from fiscal 2026 at its meeting held on March 26, 2026.

- In addition, in the course of the above examinations and deliberations, the treatment of TSR-linked stock bonus, which had been resolved at the Compensation Committee meeting held on April 28, 2025, was further specified, and was resolved at the Compensation Committee meeting held on March 26, 2026.

- In order to appropriately evaluate, as an incentive, the achievement status of strategic priority measures in the individual evaluation of “performance-linked cash bonus,” at the beginning of the fiscal year (May 15, 2025) and at the interim (November 27 of the same year), the Compensation Committee received explanations from the President & CEO regarding important issues and progress status of the strategic priority measures of each Executive Officer, and provided supervision and advice.

- After the end of the fiscal year, at the Compensation Committee meeting held on May 14, 2026, the Committee received from the President & CEO a proposal regarding the status of achievement of strategic priority initiatives for each Executive Officer and the related evaluation (with 100% as the standard, ranging from 0% to 200%).

Following deliberation, the Committee determined the amount of performance-linked cash bonus for each Executive Officer, together with the “performance level portion” and the “performance target achievement portion.”

4) Attendance of each member of the Committee

In fiscal 2025, all members of the Compensation Committee attended all Committee meetings, resulting in an attendance rate of 100%.

### 3. Reasons for Adoption of Current Corporate Governance System Updated

The Company is dedicated to corporate governance that can contribute to sustained growth and medium to long-term growth in corporate value. This requires a management style that accepts a suitable amount of risk along with the establishment of a highly effective oversight function for conducting business operations. Consequently, a corporate governance framework has been assembled from the standpoint of supervision. As the structure prescribed by the Companies Act, the Company selected in 2003 the “company with committees” system (currently a “company with three committees”).

The Company’s basic approach with regard to its governance system is as follows;

- Ensuring of business supervisory functions by separating the supervisory and execution functions in order to increase the medium-to-long term corporate value.
- Election of an Independent Outside Director who can provide supervision from an ordinary shareholder perspective
- Improvement of the transparency, integrity and efficiency of management through the above- mentioned points

In addition to the fact that the President and CEO does not serve as a member of the Audit and Supervisory Committee in accordance with the provisions of the Companies Act, the Company does not appoint them as a member of the Nominating Committee nor the Compensation Committee as a matter of internal policy. In addition, all three statutory committees are chaired by outside director to increase their independence.

<Chronology of measures to establish a corporate governance framework and improve its effectiveness>

FY2000	Started an executive officer system and reduced the number of Directors
FY2002	Elected two Independent Outside Directors Shortened the term of Directors to one year
FY2003	Formation of Konica Minolta Holdings, Inc. due to a management integration Became a company with committees (now a company with three committees) Establishment of the Corporate Organization Basic Regulations Number of independent Outside Directors increased from two to four Establishment of policy for determining compensation
FY2004	Started self-assessments (using questionnaires) of the effectiveness of the Board of Directors
FY2005	Ended lump-sum retirement payments and started stock compensation-type stock options

FY2006	<p>Chairperson of the Board of Directors started participating in the Nominations Committee</p> <p>Ended the senior advisor position</p> <p>First overseas field trip by Outside Directors (two) for a visit to a manufacturing subsidiary in China</p> <p>Established standards for the independence of Outside Directors</p>
FY2009	Revised part of the terms for performance-linked compensation in the compensation determination policy
FY2010	Revised part of the Board of Directors rules
FY2014	Started establishing a Fiscal Year Policy for the Board of Directors based on results of the Board of Directors effectiveness self-assessments (questionnaires)
FY2015	<p>Established the Basic Policy on Corporate Governance in response to the implementation of the Corporate Governance Code</p> <p>The Nominating Committee started overseeing the succession plan of the President &amp; CEO</p>
FY2016	Started using an external organization for questionnaires and interviews to assess the effectiveness of the Board of Directors
FY2017	The compensation determination policy was revised, replaced stock compensation-type stock options and introduced stock bonus linking with medium-term performance
FY2018	<p>Revised some of the Board of Directors Rules</p> <p>Increased the number of Independent Outside Directors from four to five</p>
FY2019	Distributed tablet devices to Outside Directors and commenced the electronic distribution of materials for the Board of Directors' meetings
FY2020	Partially amended performance-linked bonus and stock bonus under the compensation determination policy
FY2021	<p>Disclosure of the expertise and experience expected of Director candidates (skill matrix) (Previously, it was prepared and utilized within the Nominating Committee when selecting candidates.)</p> <p>Changes to tenure standards of Outside Directors (revised from four years in principle to making a two year extension possible, with a maximum of six years)</p> <p>Partial revision of the Basic Policy on Corporate Governance</p>
FY2022	<p>Selected an Outside Director as Chairperson of the Board of Directors</p> <p>Made Independent Outside Directors more than half of the Board (Five of nine)</p> <p>Outsourced a questionnaire and interviews evaluating the efficacy of the Board of Directors to an external organization</p>
FY2023	<p>Corporate Governance Committee established.</p> <p>Partially amended performance-linked bonus and stock bonus under the compensation determination policy</p> <p>Establishment of an Evaluation Subcommittee to improve collaboration between the Nominating Committee and Compensation Committee</p>

	Establishing a process for the selection of Chairperson of the Board of Directors
	Partial Revision of the Basic Policy on Corporate Governance
FY2024	Change in criteria for duration of tenure of outside directors (revised from a standard of 4 years/maximum 6 years to a standard of 6 years/maximum 8 years)
FY2025	Suspension of the activities of the Corporate Governance Committee (activities will resume if there is another significant turning point in corporate governance and such activities are deemed necessary)
	Disided to introduce TSR(Total Shareholder Return) as an evaluation indicator for stock compensation from fiscal 2026 onwards
FY2026	Revised its remuneration policy and introduced TSR- share-based bonus.

### III. Implementation of Measures for Shareholders and Other Stakeholders

#### 1. Measures to Vitalize the General Shareholder Meetings and Smooth Exercise of Voting Rights

Updated

	Supplementary Explanations
Early Notification of General Shareholder Meeting	<p>The Company has a policy of sending shareholder meeting convocation notices to shareholders at least three weeks before a meeting. In addition, a notice is posted on the Tokyo Stock Exchange website and the Company website prior to sending notices in order to give shareholders sufficient time to consider their votes on proposals.</p> <p>Notice of convocation of the 122nd Ordinary General Meeting of Shareholders (for the fiscal year ended March 31, 2026) were sent to shareholders on June 2 (Tuesday), which was 14 days before (10 business days before) the meeting. In addition, before sending these notices, the Company posted the notice of convocation on the Tokyo Stock Exchange website, an external website run by a third-party website for disclosing shareholders' meeting materials and the Company website on May 22 (Friday) (and on May 28 (Thursday) for the English-language notice).</p>
Scheduling AGMs to Avoid the Peak Day	<p>To facilitate constructive dialogues with shareholders and share information with shareholders accurately, the Company normally holds its shareholders meeting at least one week before the time that most June shareholders meetings take place.</p> <p>The 122nd Ordinary General Meeting of Shareholders (for the fiscal year ended March 31, 2026) was held on June 17, 2026 (Wednesday). This was 8 days (6 business days) prior to the June 26 (Friday), the greatest day of concentration for the general meeting of shareholders for financial results for the fiscal year ended March 31, 2026.</p>
Allowing Electronic Exercise of Voting Rights	<p>To allow shareholders to submit their votes via the Internet, the Company has established a platform that permits the use of several shareholder voting websites.</p> <ul style="list-style-type: none"> <li>● The Company designated voting site (<a href="https://evote.tr.mufg.jp/">https://evote.tr.mufg.jp/</a>)</li> <li>● ICJ's electronic voting platform</li> </ul>
Participation in Electronic Voting Platforms and Other Measures to Enable Institutional Investors to Vote with Greater Convenience	<p>The Company posts convocation notices and its English translation on ICJ's electronic voting platform. Japanese and overseas institutional investors who have pre-registered for the use of the platform can directly access the contents of the convocation notices for deliberation, thus enhancing their convenience.</p>
Providing Convocation Notice in English	<p>The Company posts an English-language translation of its shareholder meeting convocation notice for overseas investors (shareholders) on the</p>

	<p>Tokyo Stock Exchange's website, on the Company's website, on the website designated by the Company to exercise voting rights (<a href="https://evote.tr.mufg.jp/">https://evote.tr.mufg.jp/</a>), and on the electronic voting rights exercise platform operated by ICJ, Inc. on the day of sending the shareholder meeting convocation notice.</p>
Other	<p>At the 122nd Ordinary General Meeting of Shareholders (for the fiscal year ending March 31, 2026), as a response to the system of electronic provision of materials for general meetings of shareholders, we will send the "Notice of Convocation of the 122nd Ordinary General Meeting of Shareholders" to shareholders who have requested the delivery of paper documents, and a section of the reference materials and Business Report from the "Notice of the 122nd Ordinary General Meeting of Shareholders" to those who have not requested the delivery of papers documents. We are also preparing an environment in which shareholders who are unable to attend the meeting can view the meeting via video streaming over the Internet, and a video of the day's agenda will be posted on our website after the meeting.</p> <p>With the environmentally well-thought-out administration put in place, the Company uses the FSC certified papers and plant-based oil ink for printing the notice of the convocation. Also, electricity purchased for running the shareholders meeting is sourced from solar and other renewable energies to help stop global warming by curbing CO<sub>2</sub> emissions consequentially</p>

## 2. IR Activities Updated

	Supplementary Explanations	Presentation by President & CEO
Preparation and Publication of Disclosure Policy	<p>For the purpose of ensuring prompt, accurate, and impartial disclosures of important corporate information concerning the Konica Minolta Group, the Konica Minolta Group has adopted principles relating to the disclosure of important corporate information in accordance with the "Konica Minolta Group Charter of Corporate Behavior," which applies to the Group and all of its employees. The Konica Minolta Group has also established information disclosure controls and procedures and takes measures to ensure that all employees are thoroughly familiar with information disclosure controls and procedures.</p>	



	<p>More information is provided on the Company's website in Japanese and English.</p> <p>(Japanese) <a href="https://www.konicaminolta.com/jp-ja/investors/management/dpolicy/">https://www.konicaminolta.com/jp-ja/investors/management/dpolicy/</a></p> <p>(English) <a href="https://www.konicaminolta.com/us-en/investors/management/dpolicy/">https://www.konicaminolta.com/us-en/investors/management/dpolicy/</a></p>	
Regular Investor Briefings for Individual Investors	<p>The Company holds information meetings led by the President &amp; CEO, the Executive Officer responsible for corporate communications and investor relations or investor relations staff in order to communicate directly with individual investors regarding the Company's competitive edge based on its strengths and its process for enhancing corporate value through unique growth strategies. The results for fiscal 2025 are as follows:</p> <p>December 15, 2025 (Monday) Briefing for individual investors.</p> <p>(Japanese) <a href="https://www.konicaminolta.com/jp-ja/investors/event/individual_event/index.html">https://www.konicaminolta.com/jp-ja/investors/event/individual_event/index.html</a></p>	Yes
Regular Investor Briefings for Analysts and Institutional Investors	<p>The Company holds quarterly Financial Results Briefing Session for analysts and institutional investors. The President &amp; CEO or Executive Officer responsible for Corporate Communications and IR gives an overview of recent results of operations and explains factors behind the difference in the previous fiscal year's results and the values given in external announcements, and the management goals and key measures for achieving these for the current fiscal year based on management strategies for realizing medium- to long-term sustainable growth. There are also business information meetings held by individual businesses in order to encourage understanding of the competitive edge gained by these businesses through unique measures and the Company's strengths. The following information meetings were held in fiscal 2025 and fiscal 2026 up to date.</p> <p>April 24, 2025 (Thursday) Briefing of Medium-term Business Plan Update</p> <p>(Japanese) <a href="https://www.konicaminolta.com/jp-ja/investors/event/other_event/index.html#250424">https://www.konicaminolta.com/jp-ja/investors/event/other_event/index.html#250424</a></p>	Yes

	<p>(English) <a href="https://www.konicaminolta.com/global-en/investors/event/other_event/index.html#250424">https://www.konicaminolta.com/global-en/investors/event/other_event/index.html#250424</a> October 8, 2025 (Wednesday) Growth Seeds Briefing "Intelligent Recycled Materials"</p> <p>(Japanese) <a href="https://www.konicaminolta.com/jp-ja/investors/event/other_event/index.html#251008">https://www.konicaminolta.com/jp-ja/investors/event/other_event/index.html#251008</a> (English) <a href="https://www.konicaminolta.com/global-en/investors/event/other_event/index.html#251008">https://www.konicaminolta.com/global-en/investors/event/other_event/index.html#251008</a> November 25, 2025 (Tuesday) Growth Seeds Briefing "Barrier Film for Perovskite Solar Cells"</p> <p>(Japanese) <a href="https://www.konicaminolta.com/jp-ja/investors/event/other_event/index.html#251125">https://www.konicaminolta.com/jp-ja/investors/event/other_event/index.html#251125</a> (English) <a href="https://www.konicaminolta.com/global-en/investors/event/other_event/index.html#251125">https://www.konicaminolta.com/global-en/investors/event/other_event/index.html#251125</a> January 20, 2026 (Tuesday) Sustainability Briefing</p> <p>(Japanese) <a href="https://www.konicaminolta.com/jp-ja/investors/event/other_event/index.html#260120">https://www.konicaminolta.com/jp-ja/investors/event/other_event/index.html#260120</a> (English) <a href="https://www.konicaminolta.com/global-en/investors/event/other_event/index.html#260120">https://www.konicaminolta.com/global-en/investors/event/other_event/index.html#260120</a> March 18, 2026 (Wednesday) Briefing of Optical Components for Semiconductor Manufacturing Equipment</p> <p>(Japanese) <a href="https://www.konicaminolta.com/jp-ja/investors/event/other_event/index.html#anchor_260318">https://www.konicaminolta.com/jp-ja/investors/event/other_event/index.html#anchor_260318</a> (English) <a href="https://www.konicaminolta.com/global-en/investors/event/other_event/index.html#anchor_260318">https://www.konicaminolta.com/global-en/investors/event/other_event/index.html#anchor_260318</a> April 23, 2026 (Thursday) Briefing of Corporate Plan 2026-2028</p> <p>(Japanese) <a href="https://www.konicaminolta.com/jp-ja/investors/management/midterm_plan_presentations/index.html">https://www.konicaminolta.com/jp-ja/investors/management/midterm_plan_presentations/index.html</a> (English) <a href="https://www.konicaminolta.com/global-en/investors/management/midterm_plan_presentations/index.html">https://www.konicaminolta.com/global-en/investors/management/midterm_plan_presentations/index.html</a></p> <p>&lt;Direct dialogue between Non-executive Directors and institutional investors&gt;</p> <p>To explain our unique governance system, the background and objectives behind its introduction, and our ongoing initiatives to further enhance its effectiveness, we regularly</p>	
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	<p>hold governance meetings. The non-executive Chairperson of the Board and independent outside directors directly communicate, through dialogue with leading institutional investors in Japan and overseas, the details of their constructive advice and oversight regarding the formulation of medium- to long-term growth strategies and the execution of related measures.</p> <p>In fiscal 2025, Outside Director Mr. Hodo (Chairperson of the Board) participated in the financial results briefing and also engaged in dialogue with institutional investors. Outside Director Ms. Sawada also engaged in dialogue with institutional investors.</p> <p>May 15, 2025 (Thursday): Presentation for Q4/March 2025 Consolidated Financial Results</p> <p>In addition to the usual presentation by the President &amp; CEO on the fiscal 2024 financial results and the outlook for fiscal 2025, Mr. Hodo, Outside Director (Chairperson of the Board of Directors), also took the stage.</p> <p>(Japanese)<a href="https://www.konicaminolta.com/jp-ja/investors/ir_library/fr/fr37.html">https://www.konicaminolta.com/jp-ja/investors/ir_library/fr/fr37.html</a></p> <p>(English)<a href="https://www.konicaminolta.com/global-en/investors/ir_library/fr/fr37.html">https://www.konicaminolta.com/global-en/investors/ir_library/fr/fr37.html</a></p>	
Regular Investor Briefings for Overseas Investors	<p>With regard to dialogue with institutional investors in Japan and overseas, we conduct IR roadshows and individual meetings as a means of achieving direct engagement aimed at maintaining and strengthening relationships with shareholders who have a medium- to long-term investment perspective, as well as building relationships with new investors. Through these activities, we seek to gain understanding and support for our medium- to long-term corporate value enhancement process, including our strengths, growth strategies, intangible assets, management targets and execution measures and their KPIs, future earnings portfolio, and the capital policy and shareholder return policy designed to support them. In fiscal 2025, in addition to the visit to Europe by the President &amp; CEO, and the visit to Europe and Asia by the Executive Officer in</p>	Yes

	<p>charge of IR, we engaged with overseas institutional investors through web conferences and conference calls. In addition, the President &amp; CEO, the Executive Officer responsible for IR and Corporate Communications, or other IR staff participate as appropriate in investor conferences held by securities companies both in Japan and overseas. These conferences are an opportunity to have discussions with many institutional investors about the Company's policies, performance and outlook. We also visit and invite investors for regular one-on-one meetings, telephone conferences and online meetings.</p> <p>Concerning the disclosure of financial information in English, the scripts for quarterly financial results presentations in Japan are available in English, and video of full year financial results announcement is also available in English.</p> <p>&lt; Financial results briefing session for the fiscal 2025&gt; (English) <a href="https://www.konicaminolta.com/global-en/investors/fr/index.html">https://www.konicaminolta.com/global-en/investors/fr/index.html</a></p>	
Posting of IR Materials on Website	<p>The Company's integrated report is formulated in compliance with the IFRS Foundation International Integrated Reporting Framework and the Ministry of Economy, Trade and Industry's Guidance for Integrated Corporate Disclosure and Company-Investor Dialogues for Collaborative Value Creation. Not limited to an annual financial report, the integrated report introduces the Company's business strategy for sustainable growth as explained by our top management, our diverse human resources that support our business development as a global company, a message from our Chairperson of the Board, and Independent Outside Director serving as Chairperson of the Nomination Committee, and an introduction to our governance initiatives as we work to provide an integrated report with complete financial and non-financial information. For the non-financial side in particular, it introduces specific examples of efforts to improve the quality of management by placing sustainability initiatives at the core of management activities, which have been underway since the management</p>	

	<p>integration in 2003. The Integrated Report is available on our website.</p> <p>&lt;Integrated Report URL&gt;</p> <p>(Japanese) <a href="https://www.konicaminolta.com/jp-ja/investors/ir_library/ar/ar2025/index.html">https://www.konicaminolta.com/jp-ja/investors/ir_library/ar/ar2025/index.html</a></p> <p>(English) <a href="https://www.konicaminolta.com/global-en/investors/ir_library/ar/ar2025/index.html">https://www.konicaminolta.com/global-en/investors/ir_library/ar/ar2025/index.html</a></p> <p>The Company's IR website has integrated reports, financial results, presentation materials, securities reports, shareholder's correspondence, annual financial data, this corporate governance report, CSR reports, intellectual property reports, intellectual property reports, corporate information and other information, and the site has received a high evaluation, including gold status and overall third prize, in the Gomez IR Site Ranking 2025 from Morningstar Japan K.K.</p> <p>(IR Library URL)</p> <p>(Japanese) <a href="https://www.konicaminolta.com/jp-ja/investors/ir_library/">https://www.konicaminolta.com/jp-ja/investors/ir_library/</a></p> <p>(English) <a href="https://www.konicaminolta.com/global-en/investors/ir_library/index.html">https://www.konicaminolta.com/global-en/investors/ir_library/index.html</a></p>	
Establishment of Department and/or Manager in Charge of IR	<p>The Company has an IR Office that is supervised directly by the President &amp; CEO. The purpose is to reinforce the ability to distribute strategic IR information.</p> <p>Department in charge: IR Office (6 people)</p> <p>Senior Vice President &amp; Executive Officer in charge: Miwa Okamura</p>	

### 3. Measures to Ensure Due Respect for Stakeholders Updated

	Supplementary Explanations
Stipulation of Internal Rules for Respecting the Position of Stakeholders	<p>Under the slogan of management vis ions; to be “a global company that is vital to society, bringing vision to reality” and “a robust and innovative company, continually evolving and contributing to the sustainable growth of the society and individuals,” with the aim of implementing the corporate philosophy of “Creation of New Value,” the Company practices sustainability management in order to balance the two wheels of the resolution of social issues and corporate growth. There is a Konica Minolta Group Charter of Corporate Behavior setting forth the actions that a corporation ought to</p>

	<p>demonstrate, in which respect for stakeholders is extensively stipulated. A worldwide Konica Minolta Group Charter of Corporate Behavior Guidance was also established with each provision providing for desirable actions people should emulate. There are activities to make employees of the group worldwide aware of this code. We established 6 Values as a set of beliefs for employees working in the Group, which articulates the specific behavior, key qualities and judgement criteria to fall back on vis-à-vis stakeholders and society in our interactions through the course of our business.</p>
<p>Implementation of Environmental Activities, CSR Activities etc.</p>	<p>[Our sustainability]</p> <p>We define sustainability as "contributing to the realization of a sustainable society by solving social and environmental issues through our business activities, while growing as a company." Based on the belief that solving social and environmental issues through economically rational business is precisely what drives our sustainable growth, we have consistently positioned sustainability at the core of our management since the management integration in 2003. In 2020, we evaluated the impact that social and environmental issues have on the Company from an opportunity and risk perspective with an eye toward creating a sustainable society that should be achieved in ten years, in 2030. By back-casting from there, we identified five material issues (Notes). In addition, in Corporate Plan 2026-2028 launched in fiscal 2026, we are combining AI with our proprietary core technologies to concretize our contributions not only to existing domains but also to growing areas such as Circular Economy / Decarbonization and the augmentation of human and industrial capabilities.</p> <p>(Notes: (1) Improvement of satisfaction in work and corporate revitalization, (2) Realization of healthy and high quality of life, (3) Ensuring safety and security in society, (4) Countermeasures to climate change, (5) Effective use of finite resources)</p> <p>[Solving social and environmental issues through businesses]</p> <p>Each business of the Konica Minolta Group is committed to creating value that takes into account the risks and opportunities related to the five material issues, pursuing both the resolution of social and environmental issues and business growth. For example, in the area of "Improvement of Satisfaction in Work and Corporate Revitalization," we support customers in improving productivity and shifting toward more creative work through the transformation of workflows and supply chains, while also providing a new industrial foundation that expands and inherits the human capabilities of "seeing, judging, and adjusting". In the area of "Realization of Healthy and</p>

	<p>High Quality of Life," we contribute to early diagnosis, reduction of medical costs, and improvement of quality of life (QOL) through imaging and medical IT services. In the area of "Ensuring Safety and Security in Society," we promote the securing of safety and security for businesses and society through solutions that enable non-contact and remote monitoring of factories and facilities, as well as the quality assurance of customers' products and services through advanced measurement and inspection. In the areas of "Countermeasures to Climate Change" and "Effective Use of Finite Resources," we support the reduction of energy consumption and CO<sub>2</sub> burden and the effective use of resources at customer companies and in society through the transformation of workflows and supply chains, while also working to provide measurement, inspection technologies and materials that enable new materials, new energies, and new processes to function as viable industries.</p> <p>[Consideration for climate change and other global environment issues]</p> <p>Our environmental management is built on the concept of “growing businesses and creating new businesses by solving environmental issues,” and aims to become a company needed by society .</p> <p>We have established a long-term target of achieving “net zero by 2050” for CO<sub>2</sub> emissions across the product lifecycle within our defined responsibility boundary (Scope 1, 2, and 3)<sup>1</sup>, thereby addressing climate-related risks. At the same time, we view the provision of services and solutions that support the transition plans of society and our customers as a business opportunity, and we aim to expand our avoided emissions <sup>2</sup>.</p> <p><sup>1</sup> Scope 1: Direct emissions from sources owned or controlled by the company, such as fuel use</p> <p>Scope 2: Indirect emissions from the consumption of purchased electricity, heat, or steam supplied by other companies</p> <p>Scope 3: Indirect emissions other than Scope 1 and 2, emitted across the value chain, including raw material procurement, logistics, and product use</p> <p><sup>2</sup> Avoided emissions: The amount of CO<sub>2</sub> emissions reduced at customer supply chain or in society through the provision of our products and solutions, compared with the market-average alternative in the absence of our products</p> <p>To realize this environmental management concept, we integrate climate change-related risks into overall business risks and align</p>
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	<p>mid-term targets and annual plans related to climate action with our medium-term business plans covering product planning and development, production and procurement, and sales. Through this integration, we aim to achieve our targets through business activities. From an opportunity perspective, we strive to enhance our contribution to energy efficiency and CO<sub>2</sub> emissions reduction for our customers and society, thereby driving business growth.</p> <p>Since our founding, each of our businesses has cultivated its own core technologies. We will further strengthen these technologies—evolving them into an “advanced group of core technologies” —by leveraging AI and integrating technologies across business domains. By applying them, we aim to enhance our contribution to energy and CO<sub>2</sub> reduction through the transformation of workflows and supply chains, drive growth of our Industrial Business, and create new businesses that will enable us to remain a company essential to society.</p> <p>In fiscal 2020, we also launched an “Environmental Digital Platform” by sharing and accumulating environmental knowledge and expertise among participating companies, and co-creating new value, we aim to improve the efficiency of environmental management and significantly expand the environmental impact reduction effects generated through the ecosystem. As of the end of March 2026, approximately 80 companies have joined as members, and we will continue to expand this co-creation network.</p> <p>In February 2017, our CO<sub>2</sub> reduction targets were approved by the Science Based Targets (SBT) initiative (2°C level). In July 2024, our targets were updated to the 1.5°C level and certified as achieving a “net zero target.”</p> <p>In July 2018, we announced our support for the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) and have been providing disclosures since fiscal 2019. In addition, in January 2019, we joined RE100, an international leadership initiative aiming for 100% renewable energy in business operations, and we are committed to sourcing 100% of the electricity used in our operations from renewable energy by 2050.</p> <p>Moreover, we have endorsed the recommendations of the Task Force on Nature-related Financial Disclosures (TNFD). In January 2024, we were registered as a TNFD Early Adopter, and in June</p>
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	<p>2024, we joined the TNFD Forum. From fiscal 2024 onward, we have been assessing dependencies and impacts on natural capital and disclosing related information in line with the TNFD framework.</p> <p>[Respect for human rights]</p> <p>Human rights are rights with which all human beings are born, and constitute one of the universal values.</p> <p>The adoption of the Guiding Principles on Business and Human Rights (UNGPs) by the United Nations in 2011 clarified the corporate responsibility to respect human rights. Furthermore, as the development of human rights-related laws and regulations advances in countries around the world, the importance of human rights efforts aligned with the UNGPs continues to grow.</p> <p>Against this background, the Group established the Konica Minolta Group Human Rights Policy in September 2021 based on the UNGPs. In accordance with this policy, we require business partners and other relevant parties connected to the Group's business to respect human rights as well. The Konica Minolta Group Charter of Corporate Behavior, revised in April 2022, also positions respect for human rights as one of the most fundamental requirements of business activities, and we raise awareness of this by, among other measures, incorporating it into the annual compliance training provided to employees worldwide.</p> <p>In addition, the Company has established a human rights due diligence process to identify and assess the stakeholders who may be subject to potential or actual adverse human rights impacts in the Group's business activities and supply chain, together with their human rights issues. Based on this, we identify the salient human rights issues and set targets and consider and implement measures to address them. As part of these efforts, we conduct risk assessments using self-assessment questionnaires to major suppliers and where necessary we carry out audits, including on-site engagement, and offer improvement proposals that incorporate third-party perspectives. This assessment is reviewed on a regular basis.</p> <p>Furthermore, we have established a grievance mechanism and where an allegation of a human rights violation is raised, we promptly investigate it. Where it becomes clear that the Company has directly caused or contributed to an adverse human rights impact, we work to provide remediation and remedy through appropriate internal and external procedures.</p>
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	<p>[Fair and appropriate transactions with business partners]</p> <p>The Company sees its suppliers of raw materials and parts as well as businesses to which it outsources production, logistics, and other services as partners who are indispensable to its operations. The Company strives to build a relationship of trust with all its business partners through transparent and fair transactions in order to achieve the common goal of providing innovative products and services to customers around the world in a timely manner. As a global company working to earn the trust of people around the world, Konica Minolta promotes sustainable procurement that takes into account labor (human rights), ethics, the environment, and health and safety in its supply chain, including its business partners. The Company is also promoting responsible minerals sourcing based on the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas to help prevent human rights violations in upstream mining operations.</p> <p>The Konica Minolta Procurement Policy, covering overall procurement activities, was formulated in fiscal 2008. The policy sets forth the Company's basic stance represented by the five keywords—open, fair, global, compliance, and ecology—and clarifies requirements for suppliers. In fiscal 2013, the Company joined the Responsible Business Alliance (RBA) and established the Konica Minolta Supply Chain Code of Conduct based on the RBA Code of Conduct. Konica Minolta requires its suppliers to comply with this code of conduct in order to make continuous improvements in the supply chain with a focus on labor (forced labor, child labor, freedom of association, etc.), ethics (intellectual property, privacy, anti-corruption, etc.), the environment (energy use, climate change impacts including CO<sub>2</sub>/GHG emissions, water use, pollution, waste, use of resources, etc.), and health and safety (emergency preparedness, occupational injury and illness, industrial hygiene, etc.), all with an eye to helping build a sustainable society. Compliance with the Konica Minolta Supply Chain Code of Conduct is included in the basic business agreement requiring suppliers to adhere to this code of conduct.</p>
Development of Policies on Information Provision to Stakeholders	<p>In the Konica Minolta Group Charter of Corporate Behavior, the Company declares “as a company that solves social issues, and to increase corporate value, the Company communicates with society at large and discloses corporate information fairly and adequately.” A Corporate Information Disclosure Committee has been established to ensure that important corporate</p>

	<p>information of the Group is disclosed in a timely, appropriate and impartial manner.</p>
Other	<p>[Promoting Health Management]</p> <p>We are promoting our HR vision, "Providing the unique values of Konica Minolta through co-creation with all stakeholders" through our health and productivity management as well.</p> <p>Recognizing that the health of our employees is the foundation of everything, we aim to enhance well-being and maximize the performance of individuals and the organization, thereby achieving sustainable growth as a company.</p> <p>Every three years, we formulate a medium-term health plan and promote health initiatives aimed at improving organizational health, reducing presenteeism, and reducing absenteeism. Starting with the President &amp; CEO's Health Declaration, we maximize the use of resources from both the company and the health insurance association under a collaborative health system.</p> <p>In "improving organizational health," we analyze data from internal surveys such as stress checks and provide this information to the organization. This helps in the risk management, addressing issues and contributes to initiatives aimed at revitalizing the organization.</p> <p>In "reducing presenteeism," we focus on initiatives related to physical activity, diet, sleep, and issues such as neck and shoulder stiffness, lower back pain, and eye strain, aiming to enhance individual performance.</p> <p>In "reducing absenteeism," we initiate prevention measures from both mental and physical perspectives. In addition to basic initiatives such as interventions with high-risk individuals and interviews with high-stress employees, we focus on education and information provision, including risk management training for supervisors and self-care education for all employees.</p> <p>Since 2017, the Company has been recognized continuously as a "White 500" corporation for excellent health management in recognition of its strategically implemented health management initiatives, which consider employee health management from a business perspective. The Company has also been selected seven times since 2015 as a "Health and Productivity" stock, a joint initiative between the Ministry of Economy, Trade and Industry (METI) and the Tokyo Stock Exchange.</p> <p>[Promoting Diversity]</p> <p>Konica Minolta believes that the diversity of its human resources will bring unprecedented innovative ideas and is the source of solutions to achieve a higher level of compatibility between its management vision of "the human quest for purpose in life" and "sustainable societies." In fiscal 2022, the Konica Minolta Group Diversity Management Declaration was disseminated</p>

	<p>internally and externally, and targets for 2030 and a promotion plan by the end of fiscal 2025 were formulated. In fiscal 2024, we implemented the promotion plans developed in the previous fiscal year for each region and company. We also shared progress and discussed initiatives for fiscal 2025 and beyond across different regions. These insights will be utilized in the Group's future activities and individual companies. We are promoting diversity at all of our locations around the world, focusing not only on the diversity of employee attributes such as gender, nationality, sexual orientation or gender identity, and disabilities, but also on the diversity of the way employees work.</p> <p>As part of creating an organizational culture where diverse human resources can thrive, since 2021 we've been hosting the Global Program, which connects Konica Minolta globally online. This program had been held 16 times by the end of fiscal 2025. About 400 Konica Minolta Group employees from around the world participate in each event.</p> <p>Additionally, in our subsidiaries in Europe and the United States, several employee resource groups are actively engaged in initiatives driven by employees themselves. For example, they conduct activities focused on women's career development and allyship efforts to support LGBTQ+ employees and those with disabilities.</p> <p>In Japan, based on the "Act on Promotion of Women's Participation and Advancement in the Workplace (Law for the Advancement of Women)," we have formulated an action plan and are working to achieve targets such as by strengthening individual training for female management candidates, etc.</p> <p>As of April 2026, the ratio of female managers stood at 12%, (our target of 13% as of the end of fiscal 2025) and steadily increasing. To achieve our goals, we are also working on additional measures such as strengthening the development of young human resources with potential.</p> <p>As of April 2026, there were four females and one foreign national in Executive Officers and Corporate Vice Presidents. We are also working to promote diversity in the management hierarchy, including the active participation of women.</p> <p>In addition to these efforts, in November 2016, the Company received L-Boshi Certification from the Ministry of Health, Labour and Welfare, the highest ranking for companies with a strong commitment to creating an environment in which women can play an active role. This ranking recognizes our activities in prior years. In September 2017, the Company received Platinum Kurumin Certification as a company with a strong support program for employees who are raising children.</p>
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	<ul style="list-style-type: none"> <li>● Percentage of female managers in the total managers in past three fiscal years of the Company (*As of April 1 of the following year for each fiscal year) Fiscal 2023: 10.7% Fiscal 2024: 11.1% Fiscal 2025: 12%</li> <li>● Percentage of female managers in the total managers in past three fiscal years of the Group (worldwide) (*As of March 31 of each fiscal year) Fiscal 2023: 21.1% Fiscal 2024: 19.2% Fiscal 2025: 19.8%</li> </ul>
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#### **IV. Matters Related to the Internal Control System**

##### **1. Basic Views on Internal Control System and the Progress of System Development Updated**

The Board of Directors of the Company adopted resolutions on the matters prescribed by the applicable Ordinance of the Ministry of Justice as those necessary for the execution of the duties of the Audit Committee (Article 416, Paragraph 1, Item 1 (b) of the Companies Act), and on the establishment of systems necessary to ensure that the execution of duties by Executive Officers complies with laws and regulations and the Articles of Incorporation, and other systems prescribed by the applicable Ordinance of the Ministry of Justice as systems necessary to ensure the properness of operations of group companies (Article 416, Paragraph 1, Item 1 (e) of the Companies Act). A summary of the resolutions is as follows.

(1) Requirements for the execution of duties by the Audit Committee

(a) The Company set up the Audit Committee Office with a full-time staff to support the Audit Committee, and, besides being the secretariat of the Audit Committee, the Audit Committee Office shall perform its duties in accordance with the instructions of the Audit Committee. Furthermore, this principle is to be clearly specified in Company rules and made common knowledge.

(b) To ensure the independence of the above Audit Committee Office from Executive Officers and Corporate Vice Presidents and the effectiveness of instructions received from the Audit Committee, personnel matters regarding the Audit Committee Office including appointment, personnel changes and disciplinary action, shall be approved in advance by the Audit Committee.

(c) The Company's Executive Officers and Corporate Vice Presidents in charge of the Group's internal control, including the Corporate Audit Division, Risk Management Committee and the Compliance Committee, shall report on the status of operation to the Audit Committee on a regular basis and without delay if an urgent situation that must be reported has arisen or if requested to make a report by the Audit Committee. The subsidiaries' internal audit division, risk management division, compliance division and auditors shall report on the status of operation to the Audit Committee without delay if requested to make a report by the Company's Audit Committee.

(d) The Company will secure and manage a budget that is necessary and appropriate for paying expenses arising from the execution of work duties by the Audit Committee members.

(e) The Company will provide opportunity for Audit Committee members elected by the Audit Committee to attend Management Consultation Committee and other important meetings. The Executive Officers and Corporate Vice Presidents in charge of internal control, including the Corporate Audit Division, Risk Management Committee and the Compliance Committee shall report without delay if requested to make investigations, reports, etc. by the Audit Committee members.

(2) Systems for ensuring compliance of execution of duties by Executive Officers with laws, regulations and the Articles of Incorporation and other required systems of the Group for ensuring the properness of business operations

(a) Each Executive Officer and Corporate Vice President shall manage the minutes of Management Consultation Committee and other important meetings, documents requesting formal approval and other information concerning the performance of their duties to ensure that documents are preserved in an

appropriate manner and made available for inspection in accordance with the provisions of the Executive Officer document management rules and internal rules concerning the management of other documents.

(b) The Company set up the Risk Management Committee which is in charge of managing the various risks that arise in connection with the Group's business activities, and the Executive Officer and Corporate Vice President appointed by the Board of Directors shall be responsible for the development of risk management systems including the following, in accordance with the Risk Management Committee Regulations.

- With respect to management of the business risks and operational risks, each Executive Officer and Corporate Vice President shall be responsible in accordance with respective assigned area. The Risk Management Committee shall provide support to each Executive Officer and Corporate Vice President. Further, the Risk Management Committee shall periodically conduct selection, assessment and review of risks material to Group management, develop measures, and confirm management status.
- The Executive Officer and Corporate Vice President in charge of risk management appointed by the Board of Directors shall be responsible for establishing the contingency plans and countermeasures to minimize the damages by a crisis which is supposed to adversely affect the corporate value.
- Provide support to the development and strengthening of risk management systems at each group company.

(c) The Company set up a Corporate Audit Division which is in charge of the internal auditing of the Group to evaluate and improve the status of execution of business operations in all business activities from the viewpoint of legality and rationality, and which shall be responsible for establishing and operating internal auditing systems in accordance with the Internal Auditing Regulations.

(d) The Company shall be responsible for establishing and operating a system of internal control over financial reporting in the Group and a system for evaluating the efficacy of their operation.

(e) The Company has established its universal action guidelines for employees, "Konica Minolta Group Charter of Behavior" as a principle of action to embody the Konica Minolta Philosophy, which consists of our philosophy and management vision, and will disseminate it throughout the Group.

(f) The Company set up the Compliance Committee which is in charge of establishing and operating the Group's compliance systems, and the Executive Officer and Corporate Vice President appointed by the Board of Directors shall be responsible for establishing and operating the compliance systems including the following, in accordance with the Compliance Committee Regulations.

- Defining compliance in the Group as the observance of laws and regulations applicable to corporate activities, corporate ethics and internal regulations and policies, and making this known to every individual working for the Group.
- Establishing and operating systems to promote compliance at each group company. Specifically, preventing fraud at each group company by establishing the function to supervise each company's president.
- Establishing and operating a whistle blowing system that allows employees to report any compliance violations that are discovered or anticipated. Make this system clear common knowledge in Company rules to halt unfair treatment through the reporting of infractions. Specifically, preventing the

concealment of fraud by taking measures like the Company's direct accepting whistle blowing reports from each group company. Furthermore, the department in charge of the whistle blowing system will regularly inform the Audit Committee of report details and status.

(g) The Company shall be responsible for establishing a system to ensure the effectiveness of each group company's internal control, promote the awareness and understanding of internal control of the president at each group company, and support the establishment and operation of an internal control system that meets each company's characteristics. The Company shall establish a dedicated organization to support the strengthening of internal controls at each group company, share management issues as early as possible, and establish organizations as necessary to support the implementation of measures as a Group, and deal with them.

(h) The Company established the Corporate Organization Basic Regulations, and shall develop the corporate governance mechanisms of the Company and the Group, including the foregoing systems. The Company shall also work to establish and operate a system for ensuring the appropriateness of business operation through the Management Consultation Committee and other meeting bodies, authority regulations and other internal regulations, and shall endeavor to ensure the legality, rationality and efficiency of business execution by reviewing as necessary systems for management and administration across all the business activities of the Group. Furthermore, based on internal rules, etc. such as Authorization Regulations, the Company will make subsidiaries regularly report and seek preapproval on matters concerning the execution of important work duties, accounting, financial execution, human resources and other important information pertaining to such subsidiaries through Management Consultation Committee and other meetings.

The Company has established the frameworks described in the preceding sections (1) and (2) and, based on the associated policies, is performing the following activities.

Executive Officers, Corporate Vice Presidents and employees at the Corporate Audit Division, Risk Management Committee, Compliance Committee and other units responsible for the Group's internal controls submit reports every month in writing or at periodic meetings to the Audit Committee concerning business operations. Furthermore, explanations are given as needed concerning important subjects and issues involving internal controls.

Members of the Audit Committee, who is responsible for performing examinations, attended all meetings of the Management Consultation Committee during the fiscal year as well as operations meetings of business units and other important meetings. Audit Committee members used these activities to confirm decision-making processes and how Executive Officers, Corporate Vice Presidents and employees are doing their jobs.

<Risk management>

We hold Risk Management Committee meetings on a regular basis (twice a year) and on an ad hoc basis as necessary.

The Committee identifies risks related to corporate activities, formulates appropriate countermeasures, and verifies and evaluates the effectiveness of the Company's risk management system.



In fiscal year 2025, the Committee convened twice and regularly monitored the potential impact on the Company's management of various factors, including U.S.-China trade tensions, disruptions in the procurement of semiconductors and other components and materials resulting from tightened regulations in various countries, and U.S. tariff policies.

The Committee also reviewed the status of internal framework development to address supply chain risks. In addition, in light of the increasing frequency of cyberattacks targeting corporations, the Committee continuously monitored the potential impact on the Company's management of incidents such as the leakage of confidential information and regularly reviewed the status of information security measures.

Furthermore, the Company has reporting rules for the purpose of responding to a crisis in a rapid and suitable manner. Crisis reporting rules are well known to Executive Officers, Corporate Vice Presidents, executives of subsidiaries and others. Based on these rules, the Corporate Vice President in charge of crisis management performs the management of all information involving a natural disaster, accident or other crisis that has occurred anywhere in the world. In fiscal 2025, although there were several incidents related to information security and minor accidents in subsidiary factories, concerned departments and corporate departments mainly took actions for the incidents and accidents, and the situations returned to normal with no disruption to the business operation. In response to the issuance of the Hokkaido and Sanriku 「Advisory on attention to Subsequent Earthquakes」, we alerted employees to the importance of preparedness for a major earthquake while in peacetime and appropriate actions to take in the event of an earthquake.

#### <Initiatives to reduce quality risks and prevent fraud concerning quality>

The Company has established the Quality Headquarters as a company-wide organization for the maintenance of product and service quality, prevention of market outflow of defective products and services, prevention of fraud, compliance to laws and regulations, and strengthening of governance in connection with quality such as responses to incidents. In fiscal 2025, continuing from fiscal 2024, the Company ensured thorough compliance with the “Guideline for evaluation of safety,” the “Guideline for product security,” and the “Guideline for AI quality assurance,” and made efforts to secure the quality of products and services, strengthen security, and reduce quality risks for AI-equipped products and services. As part of efforts to enhance quality compliance, the Company worked to minimize the risk of not only the quality-related fraud but also adherence to laws and regulations, certifications, and contract agreement. The Company is ensuring the measures, through the use of the periodical diagnosis of the organizations, risk mitigation actions derived from continuous improvement utilizing PDCA method from the survey results of the quality related employee awareness, nurturing of quality mind with tiered and periodical education, and operating a structure and systems to promote the obtaining new laws and regulations or certifications information in a timely manner and announcing and supporting implementation within the businesses.

#### <Internal audits>

The Corporate Audit Division is responsible for internal audits for the entire Group. Overseen directly by the Representative Executive Officer, this division performs internal audits of the Company and its subsidiaries. The Corporate Audit Division has established a dual reporting line, and reports to the President & CEO as well as the Audit Committee, and Chairperson of the Audit Committee reports contents of the Audit Committee reports at the meeting of the Board of Directors, each time. Audits use the risk approach for efficiency from the standpoint of the reliability of financial reports, the efficiency and effectiveness of business

operations, compliance, and preservation of business assets. There are also follow-up audits to confirm that actions have been taken concerning items requiring improvements that were identified during audits.

Major subsidiaries also have their own internal audit departments. These departments strengthen the internal audit function of the entire Group while working with the Konica Minolta Corporate Audit Division. In fiscal 2024, based on a risk approach in conjunction with the company-wide medium-term business plan, the Company updated its annual audit plans and performed internal audits.

<Internal control for financial reporting>

To prevent fraudulent accounting activities, the Company prepares an internal controls report that is based on internal evaluations that cover the entire Group of 116 consolidated companies internal and outside Japan. This report is prepared in accordance with the Financial Instruments and Exchange Act for the purpose of ensuring the reliability of financial reports. After an audit by the Accounting Auditor, the report is submitted with the Securities Report. In fiscal 2025, the Company introduced its internal controls assessment at newly established or acquired six companies.

<Charter of corporate behavior>

The Company has established its universal action guidelines for employees, “Konica Minolta Group Charter of Corporate Behavior.” The Company made a total revision to this charter in fiscal 2022, whereby the charter is clearly positioned as “action guidelines” to embody the Konica Minolta Philosophy. In fiscal 2025, continuing from fiscal 2024, the Company promoted education activities to enhance awareness of these action guidelines across group companies in Japan and overseas.

<Compliance>

The Executive Officer and Corporate Vice President, in charge of compliance (“the Compliance Executive Officer and Corporate Vice President”), who is appointed by the Board of Directors under the oversight of the Representative Executive Officer, determines important issues involving Group compliance activities and oversees compliance activities. The Group Compliance Committee, which consists of Executive Officers and Corporate Vice Presidents for a variety of business and corporate functions, serves as an advisory body to the Compliance Executive Officer and Corporate Vice President. The Committee held two meetings in fiscal 2025. There are regional compliance coordinators for Europe, North America, China and Southeast Asia, who are appointed by the Compliance Executive Officer and Corporate Vice President. This framework allows those coordinators, together with the subsidiary presidents, to perform compliance activities that match the characteristics and needs of each overseas region. In fiscal 2025, the Company obtained, with a view to continuously enhancing compliance awareness, the Compliance-first Declaration from all officers and employees of the Company as well as subsidiaries in Japan and overseas. Furthermore, we are developing compliance promotion activities in each group company based on the group-wide common compliance guidelines.

<Whistleblowing system>

The Company has a whistle blowing system for compliance and is always seeking ways to improve this system. In Japan, Executive Officers, Corporate Vice Presidents and employees of the Group can use a telephone call, e-mail, letter or other method to contact general manager of the Corporate Legal Division or

an external attorney about a compliance problem or for a consultation. Reported claim is considered for necessity of investigation in fair and sincere manner and the reporter is informed of the actions to be taken. The information obtained from the whistleblowing are shared only among the persons involved in the investigation so to ensure that there will be no negative consequences for the individual who submitted the whistleblowing report. The Compliance Executive Officer and Corporate Vice President submits reports to the Audit Committee about these whistle blowings on a regular basis. The Group has established contacts for notification and consultation with the full regional coverage in North America, Europe, China and Southeast Asia. In fiscal 2025, there were 19 notifications in Japan and 58 overseas, but there was no issue falling under a serious violation of laws and regulations.

<Administration of group companies>

The Company has established an organization dedicated to supporting internal controls at its subsidiaries in Japan and overseas. The organization supports the preparation and improvement of the internal controls system at each subsidiary in cooperation with related departments. In fiscal 2025, it continued initiative for each subsidiary to diagnose the situation and improve it on its own (the seventh time). It has been confirmed that improvements are progressing smoothly, as the number of questions meeting the criteria has steadily increased across all subsidiaries compared to fiscal 2024.

## **2. Basic Views on Eliminating Anti-Social Forces and Progress of System Development**

### **(1) Basic views**

The “Konica Minolta Group Charter of Corporate Behavior,” which is the Group’s highest Code on corporate behavior, stipulates that the Company shall not deal with anti-social forces and shall take a resolute stance against all illegal demands.

### **(2) Progress of system development**

The Company is delegated the responsibility for implementation to its Corporate Legal Division. In addition to familiarizing all employees regarding the “Konica Minolta Group Charter of Corporate Behavior” against anti-social forces through the Compliance Manual, a system of cooperation is established with concerned company divisions and external expert organizations.

## V. Other

### 1. Adoption of A policy to deal with takeovers (Anti-Takeover Measures)

Adoption of a policy to deal with takeovers (Anti-Takeover Measures)	Not Adopted
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#### Supplementary Explanation

(1) Basic policy for the way of being of those who control the Company's financial and business policy decisions

Under the corporate philosophy of "Creation of New Value," the Company aims to be a global company that is supported by and vital to society, bringing vision to reality and to be a robust and innovative company, continually evolving and contributing to the sustainable growth of society and individuals, thereby working to meet shareholder expectations. The Company believes that the final decision as to whether or not to accept a proposal for a large-scale purchase, etc. of the Company's shares should ultimately be left to the shareholders.

Among large-scale purchases, etc., there may be cases where the shareholders are forced to sell their shares, where sufficient information necessary for the shareholders to make an appropriate decision is not provided or where there is a risk of infringement on corporate value and the common interests of the shareholders.

At present, the Company does not prescribe specific measures to defend against a hostile takeover in advance in the event that a party attempts to make a large-scale purchase, etc. of the Company's shares. However, the Company will request such purchaser to provide necessary and sufficient information for the shareholders to make an appropriate decision as to whether the large-scale purchase is appropriate, and will endeavor to ensure that the shareholders have time and information to consider the large-scale purchase. If the Company reasonably determines that a large-scale purchase, etc. may damage corporate value and the common interests of the shareholders, the Company will promptly take appropriate measures to the extent permitted by relevant laws and regulations, and will continue to make efforts to ensure and enhance corporate value and the common interests of the shareholders.

### 2. Other Matters Concerning to Corporate Governance System Updated

(1) Resolution requirements concerning appointment of Directors

As stipulated in the Articles of Incorporation, resolutions for the appointment of Directors shall be adopted by the majority of the voting rights of those shareholders who attend the General Shareholder Meeting, where shareholders with voting rights having one-third or more of the total voting rights of shareholders shall attend. Resolutions for the appointment of Directors shall not be based on cumulative votes.

(2) Matters regarding General Meeting of Shareholders and resolution of the Board of Directors

As stipulated by Article 37 of the Company's Articles of Incorporation, the payment of dividends from retained earnings, etc., can be set by resolution of the Board of Directors and not by resolution of the General Shareholder Meeting provided that the report by the Accounting Auditor contains an unqualified opinion and that the Audit Committee's Report does not contain any opinions recognizing that the method or results of the audit by the Accounting Auditor were in some way inappropriate.

The reasons for the stipulation in the Articles of Incorporation described above are as follows.

(a) In regard to what kind of policy for paying dividends from retained earnings would be preferable for each shareholder, there is a need to maximize profit for shareholders based on comprehensive consideration of tax systems, the stable payment of dividends, consolidated performance, and funding requirements to promote strategic investments in growth fields, and we think it is appropriate to entrust this kind of judgement call to

the Board of Directors. Additionally, a policy is in place for resolutions on the payment of dividends from retained earnings, etc., by the Board of Directors.

(b) The term of office for the Company's Directors who are entrusted with the judgement call outlined in (a) above is one year and as the Company is a "company with three committees," a framework is in place in which an Audit Committee comprising a majority of Outside Directors oversees the execution of duties by Directors (Board of Directors). Therefore, we think the risk of the Board of Directors abusing its authority is negligible.

(c) Also, the reason the Board of Directors is set as the sole decision-making organizations on payment of dividends, etc. is because policy for paying dividends from retained earnings has a significant effect on profit for shareholders, so we think it would be inappropriate for this to be a purpose of the General Shareholder Meeting to be settled through the exercise of the shareholders' right to make proposals. Additionally, the Company's Articles of Incorporation stipulate that the Company shall decide on the payment of dividends and other matters provided in items of Article 459, Paragraph 1 of the Companies Act by resolution of the Board of Directors, and not by resolution of the General Shareholder Meeting and, in the same vein, may purchase its shares from the market, etc. provided in Article 165, Paragraph 2 of the Companies Act by a resolution of the Board of Directors.

### (3) Requirements for special resolution

Article 17 Paragraph 2 of the Company's Articles of Incorporation stipulates that a special resolution of the General Shareholder Meeting can be adopted by two-thirds or more of the voting rights of those shareholders who attend the General Shareholder Meeting, where shareholders with voting rights having one-third or more of the total voting rights of shareholders attend.

The reason for the stipulation in the Articles of Incorporation described above is as follows.

A special resolution comprises a proposal that is of great importance to shareholders and the Company and if a situation were to occur in which there is an absence of a quorum, a proposal would become unable to be enacted even before a resolution can be approved or rejected. Therefore, the Company has reduced said quorum to the level of one-third, which is permissible under the Companies Act, in order to reflect the opinions of shareholders with voting rights as much as possible in voting on proposals.

### (4) Exemptions of Directors and Executive Officers from their liabilities

The Company's Articles of Incorporation stipulate that the Company may, pursuant to the provisions of Article 426, Paragraph 1 of the Companies Act, and by resolution of the Board of Directors, exempt the Directors (including former Directors) and Executive Officers (including former Executive Officers) from their liabilities for payment of damages with respect to the acts mentioned in Article 423, Paragraph 1 of the Companies Act to the extent permitted by laws and regulations in order to enable Directors and Executive Officer to fully play their expected roles.

### (5) Limited liability contract

Pursuant to Article 427, Paragraph 1 of the Companies Act, the current Articles of Incorporation stipulate that the Company may enter into an agreement with Outside Directors to limit their liability for damages under Article 423, Paragraph 1 of the said Act to the extent permitted by law (agreement to limit liability to a certain

extent). In accordance with this provision, the Outside Directors have entered into agreements with the Company to limit their liability for damages, and a summary of the contents of the agreements is as follows. If, in performing his/her duties as an Outside Director during his/her term of office, the Outside Director neglected his/her duties in good faith and without gross negligence and causes damages to the Company, the maximum amount of his/her liability for damages shall be the sum of the amounts specified in Article 113 of the Ordinance for Enforcement of the Companies Act multiplied by 2 (Article 425, Paragraph 1, Item 1(c) of the Companies Act).

(6) Indemnity agreement

The Company has entered into indemnity agreements with all Directors and Executive Officers as stipulated in Article 430-2, Paragraph 1 of the Companies Act. Under the Company's indemnity agreements the Company will provide indemnity for expenses and losses under Item 1 and Item 2, respectively, of the same paragraph, within the scope stipulated by laws and regulations. To ensure that such indemnity agreement does not impair the appropriateness of the execution of duties, the Company will not compensate each Director and Executive Officer for cases such as when they execute their duties in spite of the knowledge of their illegality.

(7) Directors and officers liability insurance policy

The Company has entered into a directors and officers liability insurance policy in which the Company's Directors, Executive Officers, Corporate Vice Presidents, technical fellows, and officers, etc. of all subsidiaries except North America ("Officers, etc.") are the insured, with an insurance company as provided for in Article 430-3, Paragraph 1 of the Companies Act. The policy covers the Officers, etc. for any damages or litigation expenses incurred by the Officers, etc. as a result of claims for damages arising from acts committed by the Officers, etc. in accordance with their positions. The Company bears the full amount of insurance premiums. To ensure that the insurance policy does not impair the appropriateness of the execution of duties, the Company will not compensate Officers, etc. in cases where they perform their duties in spite of the knowledge of their illegality. The term of the insurance policy is one year.

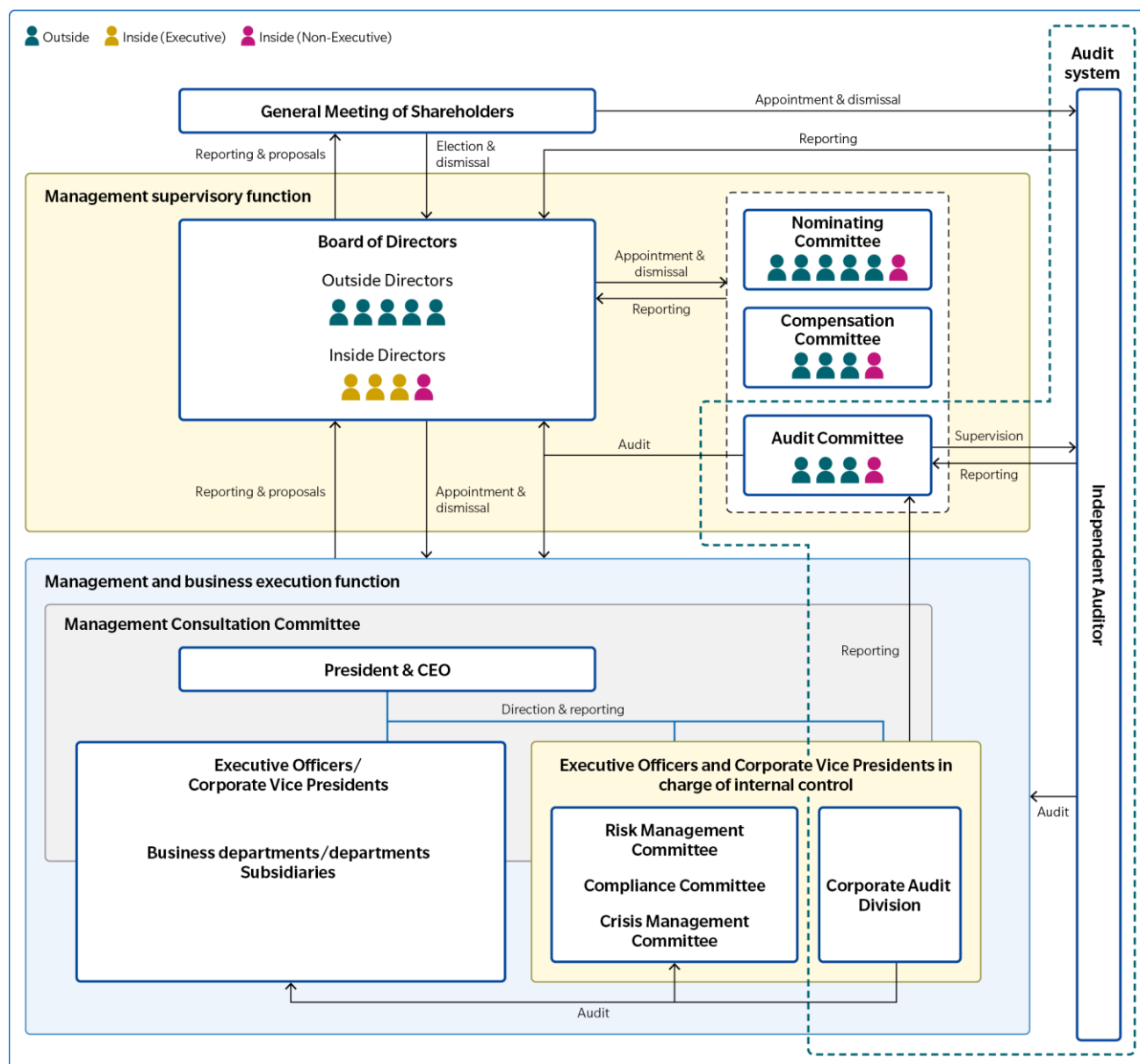
(8) Outline of the timely disclosure framework

The Company has established Information Disclosure Controls and Procedures to ensure that corporate information is made public with speed, accuracy and fairness in accordance with laws and regulations.

The Corporate Information Disclosure Committee, which is overseen directly by the President & CEO, is responsible for disclosure activities. This committee performs the centralized oversight of corporate information disclosure based on the Information Disclosure Controls and Procedures and assists the President & CEO.

The chairperson of the Corporate Information Disclosure Committee, who is named by the President & CEO, names members of the committee from among Executive Officers for corporate strategies, risk management, CSR, legal affairs, general affairs, accounting, IR, corporate communications, compliance and other activities. To serve as the secretariat for this committee, there is a secretariat consisting of managers from many departments and there is a secretariat support unit consisting of people with expertise concerning laws and regulations and compliance.

Corporate Governance Systems (including Internal Control System) Updated



## Description in the Reference Documents for the 122st Ordinary General Meeting of Shareholders

### Expertise and experience expected of candidates for Directors (skill matrix) Updated

In order to receive useful advice on the Company's management issues at the Board of Directors meeting, we have organized the directors' industries of origin, main management experience, areas of expertise, etc. into a skills matrix and have taken into consideration the diversity of knowledge, experience, and abilities. As with risk management, sustainability skills (Note) are expected of all directors as a higher-level concept for which those in charge of management should be responsible, and this is something that is expected of all directors.

(Note) Experience in business strategies that balances business sustainability with corporate social responsibility

	Toshimitsu Taiko Director, President & CEO, Representative Executive Officer	Soichiro Sakuma Outside Director	Masumi Minegishi Outside Director	Takuko Sawada Outside Director	Saeko Arai Outside Director	Yoshihiko Kawamura Outside Director	Toshiya Eguchi Director	Yoshihiro Hirai Director, Executive Vice President and Executive Officer	Noriyasu Kuzuhara Director, Executive Vice President and Executive Officer
Board of Directors (o denotes Chairperson)	○	○	○	◎	○	○	○	○	○
Nominating Committee	—	○	◎	○	○	○	○	—	—
Audit Committee	—	◎	—	—	○	○	○	—	—
Compensation Committee	—	—	○	—	○	◎	○	—	—
Top management of listed company	●		●						
Global executive management*	●	●	●	●	●	●			●
Manufacturing industry Industries related to the company's businesses	●	●		●		●	●	●	●
R&D and manufacturing				●			●	●	
Sales and marketing	●		●	●		●		●	●
Finance and accounting, and understanding of investor perspective	●		●		●	●			●
HR management		●	●						
Governance, internal control, and legal affairs		●			●			●	●
Business transformations and new business development (DX)	●	●	●	●		●	●	●	

\*Global executive management\* includes overseas business operations.



## Reason for Selection of Expected Expertise and Experience Updated

Expected Expertise and Experience	Reason for selection
Top management of listed company	To demonstrate supervisory and advisory functions in the improvement of management strategies and management quality utilizing experience and insight, including in terms of confrontations with shareholders and investors, as chief executive officer.
Global executive management *Global executive management includes overseas business experience.	To demonstrate supervisory and advisory functions in global business expansion and group governance using understanding of complex management environments and diverse cultures, as well as frontline experience, etc.
Manufacturing industry Industries related to the Company's businesses	To demonstrate supervisory and advisory functions based on insights and knowledge about trends, regulations, rules, and challenges in the manufacturing industry or industries related to the Company's businesses, in order to achieve the sustainable expansion and growth of the Company's businesses.
R&D and manufacturing	To demonstrate supervisory and advisory functions in the provision of high-added-value products and services as a manufacturer, the continuous offering of differentiated technology-based value, and the formulation and implementation of production strategies.
Sales and marketing	To demonstrate supervisory and advisory functions in the formulation and implementation of sales and marketing strategies in line with changing business environments and diversifying customer needs.
Finance and accounting, and understanding of investor perspective	To demonstrate supervisory and advisory functions in the creation of a sound financial base, strategic investments from a medium- to long-term perspective, and the realization of shareholder returns.
HR management	To demonstrate supervisory and advisory functions in the maximization of human capital and the implementation of corporate culture reforms toward the company's sustainable growth.
Governance, internal control, legal affairs	To demonstrate supervisory and advisory functions in ensuring transparency, adequacy, and effectiveness in management through compliance with laws and regulations and corporate ethics, offensive and defensive governance, and the creation and operation of internal control systems.
Business transformations and new business development (DX)	To demonstrate supervisory and advisory functions in the company's own reforms and business transformations using data and digital technologies, and the acceleration of new business development.