

## Corporate Governance Report

**Last updated on March 31, 2025**

**KUBOTA Corporation**

Representative Director: Yuichi Kitao

Contact: Corporate Governance Sect.,  
Secretary Dept..

TSE Securities code: 6326

<https://www.kubota.com/>

The corporate governance of Kubota Corporation (hereinafter, the “Company”) is described below.

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

#### **1. Basic Policy**

The Company has designated “long-term and stable growth of corporate value” as its highest management priority. To realize this aim, the Company considers enhancement of the satisfaction of all the Company’s stakeholders and improvement of overall corporate value, while balancing economic value and social value, to be important. Especially, in order to achieve the long-term objectives of building “Global Major Brand Kubota” on the basis of its corporate philosophy “Kubota Global Identity,” the Company must be an enterprise that is trusted not just in Japan but also worldwide. In order to enhance the soundness, efficiency, and transparency of management, which are essential to earn trust, the Company is striving to strengthen its corporate governance.

#### **[Reasons for Non-Compliance with the Principles of the Corporate Governance Code]**

The Company implements all the principles of the Corporate Governance Code.

#### **[Disclosure Based on the Principles of the Corporate Governance Code] updated**

The Company’s statements here are based on the Code as it stands after its revision in June 2021.

##### **■ Corporate Governance Policy**

For each principle of the Code, the Company has formulated and disclosed the “Corporate Governance Policy” that summarizes the Company’s views and policies on corporate governance, so please kindly refer to the policy.

<https://www.kubota.co.jp/sustainability/governance/governance/index.html>

In addition, the contents of the Corporate Governance Policy are supplemented as follows.

##### **■ Investment in human capital [Supplementary Principle 3.1.3]**

The Company states “Initiatives to secure and strengthen human resources” in “Development of infrastructure that supports sustainable growth,” one of the main themes for the Mid-term Business Plan 2025. As the direction for the initiatives, “Strengthening human resources who support sustainable growth of the company by strengthening recruitment and cultivation, as well as providing opportunities” has been set.

In terms of hiring, the Company maintains and continues a certain number of mid-career hires to enhance work-readiness and internal diversity without overly focusing on regular recruitment of new graduates, and concurrently, will encourage growth and great achievements in a career track that employees want to pursue by expanding regular recruitment of new graduates by job type.

In terms of cultivation, the Company will enrich rank-based training for new employees to senior management level, and implement on-demand training and purpose-specific specialized training to provide fostering opportunities to a wide range of human resource levels and encourage them. In addition, career design training is also provided for the purpose of encouraging independent-minded and planned self-growth as a business person.

In terms of working styles, Kubota Smart Work has been introduced to promote flexible working styles not restricted by time or place, such as working from home, mobile work, satellite offices, remote work and super flextime system. At the same time, the age of mandatory retirement has been raised from 60 to 65 from April 2022 to encourage active participation of seniors.

While confirming, in the implementation of 1-on-1 meetings, engagement survey, ESG awareness survey and other efforts, whether the above initiatives work effectively, the Company will continue to strengthen human resources.

The Kubota Group Integrated Report and the Kubota Group ESG Report also disclose the specific views and initiatives on the human capital strategy for expanding existing businesses and implementing new solutions businesses in the future to realize the long-term Vision 2030.

<Ensuring diversity in the promotion of core human resources, etc.>

In its Long-term Vision “GMB2030” and “Mid-term Business Plan 2025,” the Company has set “promotion of ESG management” as one of what the Company should be, and stated provision of all stakeholders with opportunities to contribute to solving social issues through gaining empathy with and participation in Kubota’s business for the S (Society) of ESG.

Naturally stakeholders include employees. With regard to “empathy” and “participation,” “diversity & inclusion” in which diverse values of women, people with disabilities, foreign nationals, mid-career workers, etc. are utilized for business operation is also regarded as an important viewpoint.

For example, the Company has introduced schemes to provide employment conditions considerate of women’s needs such as the system for transfer, leave of absence, or re-employment after resignation from the Company, which was devised for cases where the employee’s spouse has transferred. The Company established the Women’s ERG (Women’s Employee Resource Group), in order to promote diversity. The Company has set a ratio of 7.0% women among employees serving in a management role (Kubota Corporation, currently 4.6%) as its target for 2030. In addition, the Company continues to maintain a balanced ratio between employees hired as new graduates and employees hired in mid-career. The Company has set a ratio of 30.0% of employees hired in mid-career among employees serving in a management role (Kubota Corporation, currently 36.7%) as its target for 2030, and the Company currently exceeds the target. The Company will also continue aiming to improve the ratio of each employee category in management roles through the recruitment of motivated foreign talents who hope to take on a challenge in Japan or at the Company, and other measures.

#### ■ Investment in intellectual property [Supplementary Principle 3.1.3]

As one of the main themes for the Mid-term Business Plan 2025, the Company has taken up “Initiatives to secure candidates of growth drivers for the next generation” and promote activities to realize GMB2030. Also, the Company proactively devotes resources to research and development and invests in intellectual property to succeed in global competition and realize its sustainable growth.

Inventions, which are outcomes of research and development, and designs and brands appealing to customers are important management assets. The Company will make growth by globally and strategically establishing rights for them as intellectual property such as patents, design rights and trademarks, and utilizing them.

In addition, the Company mitigates intellectual property risk by positioning intellectual property as a “risk management item for internal control over the basic functions of the entire Company” to respect other companies’ intellectual property and not to infringe it, and conducting audits.

Moreover, we are strengthening above activities by forming new intellectual property organizations in North America and Europe.

For the status of research and development activities, the number of patents, etc. held and the status of intellectual property risk management activities of the Company, please refer to its Securities Report (“Yukashoken Hokokusho”) and Integrated Report/ESG Report.

Securities Report:

<https://www.kubota.com/ir/financial/yuho/index.html>

Integrated Report / ESG Report:

<https://www.kubota.com/ir/financial/integrated/index.html>

#### ■ Disclosure [Principle 3.1]

##### 1) Financial Information Disclosure Committee

The Company has established the Financial Information Disclosure Committee so as to monitor and control important financial and non-financial information disclosure and, thereby, ensure its fairness, correctness, timeliness, and comprehensiveness. The committee consists of a committee chairperson, who is General Manager of Control Headquarters; committee members, who are General Manager or Deputy General Manager of Corporate Compliance and Risk Management Headquarters, General Manager or Deputy General Manager of Human Resources Headquarters, Director in charge of ESG Promotion or General Manager of ESG Promotion Dept., General Manager of Corporate Planning & Control Dept., General Manager of Secretary and Public Relations Dept., General Manager of Accounting Dept., and General Manager of Corporate Auditing Dept. and members who are appointed by the committee chairperson as necessary; and observers, who are one full-time Audit & Supervisory Board Members and one Audit & Supervisory Board Members specializing in Finance. The committee meets periodically in order to draft and assess the Annual Securities Reports (“Yukashoken Hokokusho”), the Quarterly Reports (“Shihanki Hokokusho”), Integrated Report and ESG Report pursuant to the Financial Instruments and Exchange Act. And the committee also meets in response to extraordinary events such as important decisions and material facts that must be disclosed immediately.

In accordance with the intent and meaning of fair disclosure rules set out in the Financial Instruments and Exchange Act, the Company takes all reasonable care to avoid selective disclosure of information, such as by simultaneously releasing Japanese and English versions of results briefing materials with attached explanations and the minutes of question and answer sessions via the corporate website, and by working to enhance the timely and fair disclosure of information in order to promote proactive dialogue with investors.

##### 2) Company regulations for information disclosure

The Company has declared that “The Kubota Group makes appropriate and timely disclosure of corporate information and fulfills its responsibilities for transparency and accountability in corporate activities” in the “Kubota Group Charter for Action” and has stipulated “Appropriate and Timely Disclosure of Corporate Information” and “Prohibition of Insider Trading” in the “Kubota Group Code of Conduct.”

The Company strives to promote awareness and ensure thorough efforts in regard to the “Kubota Group Code of Conduct” and prevention of insider trading before it occurs through conducting education tailored to each management level within the Company.

#### ■ 【Action to Implement Management that is Conscious of Cost of Capital and Stock Price】 【Disclosed in English】

For these several years, we have been pursuing a financial and capital strategy that is conscious of Return on Invested Capital (ROIC) for the purpose of more properly managing capital efficiency, and have linked ROIC to a portion of executive remuneration. We have also set Return on Equity (ROE) as one of our management indicators, and are working to improve it toward the target of maintaining at least 10% throughout the 2021-2025 period and achieving at least 11% by 2025 as set forth in our “Mid-Term Business Plan 2025.”

For the detailed information, please refer to pages 38 to 41 of the Kubota Group Integrated Report 2024.

<https://www.kubota.com/ir/financial/integrated/index.html>

## 2. Capital Structure

Foreign Shareholding Ratio	More than 30%
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**[Status of Major Shareholders]** updated

Name / Company Name	Number of Shares Held	Percentage (%)
The Master Trust Bank of Japan, Ltd. (Trust Account)	179,028,700	15.56
Custody Bank of Japan, Ltd. (Trust Account)	67,431,022	5.86
Nippon Life Insurance Company	62,542,265	5.43
Meiji Yasuda Life Insurance Company	59,929,501	5.21
Sumitomo Mitsui Banking Corporation	28,967,800	2.52
BNYM AS AGT/CLTS NON TREATY JASDEC	26,960,667	2.34
Mizuho Bank, Ltd	25,347,500	2.20
STATE STREET BANK WEST CLIENT-TREATY 505234	19,757,689	1.72
STATE STREET BANK AND TRUST COMPANY 505001	19,228,320	1.67
MOXLEY & CO LLC	18,197,348	1.58

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

**Supplementary Explanation** updated

1. The shares held by The Master Trust Bank of Japan, Ltd. (Trust account) and Custody Bank of Japan, Ltd. (Trust account) are invested as their fiduciary services.

2. The change report pertaining to the large shareholding report by Sumitomo Mitsui Trust Bank, Ltd. dated January 21, 2025, is available for public inspection. However, the information in the report is not stated in the preceding table since Kubota Corporation has not confirmed the actual status of shareholdings as of the record date for the exercise of voting rights. A summary of the report as of January 15, 2025, is as follows:

(Name/Share ownership/Ownership percentage to the total number of issued shares)

Sumitomo Mitsui Trust Bank, Ltd./ 15,746 thousands of shares/ 1.42%

Sumitomo Mitsui Trust Asset Management Co., Ltd/ 31,638 thousands of shares/ 2.75%

Nikko Asset Management Co., Ltd/ 27,979 thousands of shares/ 2.43%

Total 75,363 thousands of shares/ 6.55%

3. The change report pertaining to the large shareholding report by Mitsubishi UFJ Financial Group dated March 17, 2025, is available for public inspection. However, the information in the report is not stated in the preceding table since Kubota Corporation has not confirmed the actual status of shareholdings as of the record date for the exercise of voting rights. A summary of the report as of March 10, 2025, is as follows:

(Name/Share ownership/Ownership percentage to the total number of issued shares)

MUFG Bank, Ltd./ 14,607 thousands of shares/ 1.27%

MUFG Securities EMEA plc/ 14,440 thousands of shares/ 1.25%

Mitsubishi UFJ Asset Management Co., Ltd./ 11,333 thousands of shares/ 0.98%

MUFG Securities (Canada), Ltd. /3,700 thousands of shares/ 0.32%

Total 69,037 thousands of shares/ 6.00%

**3. Corporate Attributes**

Listed Stock Market and Market Section <u>updated</u>	Tokyo Stock Exchange, Prime Market
Fiscal Year-End	December

Type of Business	Machinery
Number of Employees (consolidated) as of the End of the Previous Fiscal Year	More than 1,000
Revenues (consolidated) as of the End of the Previous Fiscal Year	More than ¥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**

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

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## 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 Audit & Supervisory Board
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#### [Directors]

Maximum Number of Directors Stipulated in Articles of Incorporation	13
Term of Office Stipulated in Articles of Incorporation	1 year
Chairperson of the Board	President
Number of Directors <u>updated</u>	11
Election of Outside Directors	Elected
Number of Outside Directors <u>updated</u>	5
Number of Independent Directors <u>updated</u>	5

Outside Directors' Relationship with the Company (1) updated

Name	Attribute	Relationship with the Company*											
		a	b	c	d	e	f	g	h	i	j	k	
Yutaro Shintaku	From another company												
Kumi Arakane	From another company												
Koichi Kawana	From another company												
Yuri Furusawa	Other												
Yoshinori Yamashita	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 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

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 Directors/Audit & Supervisory Board Members 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	Designation as Independent Director	Supplementary Explanation of the Relationships	Reasons for Appointment
Yutaro Shintaku	○	—	Yutaro Shintaku has a high degree of skill and an impressive track record as a manager who is able to read trends. During his time as President and Representative Director of Terumo Corporation, he took a number of measures to ensure the company could overcome intense international competition, including global expansion, M&As, and restructuring of the company's business portfolio. Moreover, he actively offers advice, particularly based on his knowledge of capital policies at meetings of the Board of Directors of Kubota Corporation, while also playing a proper role with respect to management oversight. He was nominated as a candidate for Outside Director based on the judgment that he has the ability to continue to contribute to the sustainable growth and improvement of corporate value of the Company. Moreover, since he satisfies the requirements for an independent officer as stipulated by the TSE and requirements of the independence criteria set forth by the Company, the Company judged that there is no risk of a conflict of interest with ordinary shareholders.
Kumi Arakane	○	—	At KOSÉ Corporation, after being appointed as a researcher to work on fundamental cosmetics research, Kumi Arakane's career has covered assignments in charge of a wide range of fields, including product development, R&D, quality assurance, and purchasing. She has experience in being involved in management as a director. She also possesses knowledge relating to auditing the execution of duties as a full-time auditor. Moreover, she actively offers advice from various perspectives at meetings of the Board of Directors of Kubota Corporation, while also playing a proper role with respect to management oversight. She was nominated as a candidate for Outside Director based on the judgment that she has the ability to continue to contribute to the sustainable growth and

			improvement of corporate value of the Company. Moreover, since she satisfies the requirements for an independent officer as stipulated by the TSE and requirements of the independence criteria set forth by the Company, the Company judged that there is no risk of a conflict of interest with ordinary shareholders.
Koichi Kawana	○	—	Koichi Kawana's career has involved responsibility for a business site outside Japan for JGC HOLDINGS CORPORATION, and he is well-versed in international business. In 2011, he was appointed as Representative Director and President there, and led megaprojects inside and outside Japan and business investment in infrastructure fields. He possesses extensive expertise and experience in management. He was nominated as a candidate for Outside Director based on the judgment that he has the ability to contribute to the sustainable growth and increased corporate value of the Company as well as strengthening supervisory functions of Kubota Corporation's Board of Directors drawing on his deep insight. Moreover, since she satisfies the requirements for an independent officer as stipulated by the TSE and requirements of the independence criteria set forth by the Company, the Company judged that there is no risk of a conflict of interest with ordinary shareholders.
Yuri Furusawa	○	—	Yuri Furusawa possesses a broad perspective and a high level of insight based on her experience in domestic and international positions in the central government agencies. In addition, she gained global experience through her involvement in overseas business development in the private sector. She also played a key role in promoting work style reform, active participation by women and diversity in the central government. Since March 2021, in addition to auditing business execution, she has been actively offering advice from various perspectives as Outside Audit & Supervisory Board Member at meetings of the Board of Directors, while also contributing to improving the effectiveness of Board of Directors. She was nominated as a candidate for



			<p>Outside Director based on the judgment that, although she has not involved in corporate management, she has the ability to continue to contribute to the sustainable growth and improvement of corporate value of the Company as well as strengthening supervisory functions of Kubota Corporation's Board of Directors. Moreover, since he satisfies the requirements for an independent officer as stipulated by the TSE and requirements of the independence criteria set forth by the Company, the Company judged that there is no risk of a conflict of interest with ordinary shareholders.</p>
Yoshinori Yamashita	o	<p>Mr. Yoshinori Yamashita's role at Ricoh Co., Ltd., of which he serves as Chairman of the Board of Directors, is mainly to supervise management, and he does not concurrently serve as an executive officer and is not involved in the day-to-day execution of business. In addition, although there is a business relationship between Ricoh Co., Ltd. and the Company, the amount of such transactions is less than 0.1% of the consolidated sales of the Company and Ricoh Co., Ltd., and it is judged that this does not affect the independence of Ricoh Co., Ltd. Mr. Yoshinori Yamashita will assume the position of Chairman of the Board of Directors without representation of Ricoh Co., Ltd. on April 1, 2025.</p>	<p>As Representative Director, President and CEO of Ricoh Company, Ltd., Yoshinori Yamashita has extensive experience and broad-ranging knowledge as a manager. He has promoted structural reforms and growth strategies on a global scale. Additionally, he has contributed to enhancing corporate governance and business management systems, transforming the business structure from an OA (Office Automation) manufacturer into a digital services company, and improving profitability. He was nominated as a candidate for Outside Director based on the judgment that he has the ability to contribute to the sustainable growth and increased corporate value of the Company as well as strengthening supervisory functions of Kubota Corporation's Board of Directors drawing on his deep insight. Moreover, since he satisfies the requirements for an independent officer as stipulated by the TSE and requirements of the independence criteria set forth by the Company, the Company judged that there is no risk of a conflict of interest with ordinary shareholders.</p>

Voluntary Establishment of Committee(s) Corresponding to Nomination Advisory Committee or Compensation Advisory Committee	Established
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Committee's Name, Composition, and Attributes of Chairperson <b>updated</b>
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	Committee Corresponding to Nomination Committee	Committee Corresponding to Remuneration Committee
Committee's Name	Nomination Advisory Committee	Compensation Advisory Committee
All Committee Members	7	7
Full-time Members	0	0
Internal Directors	2	2
Outside Directors	5	5
Outside Experts	0	0
Other	0	0
Chairperson	Outside Director	Outside Director

Supplementary Explanation <b>updated</b>
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<p>The Company has a voluntary Nomination Advisory Committee and Compensation Advisory Committee in place as the advisory body of the Board of Directors.</p> <p>To incorporate the independent and objective standpoint, Outside Directors account for more than half of constituent members of both committees, and an Independent Outside Director serves as chairperson of the committees.</p> <p><b>■ Activity Report of the Nomination Advisory Committee(Period: January 1, 2024 - December 31, 2024)</b></p> <p>The Nomination Advisory Committee met seven times during the fiscal year for the purpose of deliberating the nomination of candidates for Directors , Special Corporate Advisor and Advisers. The committee is also looking at the composition and diversity of the Board of Directors using the skills matrix. Starting in fiscal 2022, the committee has added matters related to electing as well as dismissing a president along with succession planning to its agenda and is actively discussing the qualities and abilities required of the Company's top management in addition to training methods.</p> <p><u>Composition of Members (as of March 21, 2025)</u> Those in brackets [ ] indicate attendance in 2024.</p> <ul style="list-style-type: none"> <li>•Outside Director Yutaro Shintaku [7/7 100%] (Chairperson)</li> <li>•Outside Director Kumi Arakane [7/7 100%]</li> <li>•Outside Director Koichi Kawana [7/7 100%*]</li> <li>•Outside Director Yuri Furusawa [ - *] *Appointed as a member on March 21, 2025</li> <li>•Outside Director Yoshinori Yamashita [ - *] *Appointed as a member on March 21, 2025</li> <li>•President and Representative Director Yuichi Kitao [7/7 100%]</li> <li>•Executive Vice President and Representative Director Shingo Hanada [ - *] *Appointed as a member on March 21, 2025</li> </ul> <p>(Activities)</p> <table> <tr> <td>January 2024</td><td>Deliberation on the candidates for Directors, and the president evaluation for fiscal 2023</td></tr> <tr> <td>March 2024</td><td>Deliberation on the annual agenda for Nomination Advisory Committee for fiscal 2024, the president's targets set for fiscal 2024, and the board succession</td></tr> </table>		January 2024	Deliberation on the candidates for Directors, and the president evaluation for fiscal 2023	March 2024	Deliberation on the annual agenda for Nomination Advisory Committee for fiscal 2024, the president's targets set for fiscal 2024, and the board succession
January 2024	Deliberation on the candidates for Directors, and the president evaluation for fiscal 2023				
March 2024	Deliberation on the annual agenda for Nomination Advisory Committee for fiscal 2024, the president's targets set for fiscal 2024, and the board succession				

April 2024	Deliberation on the board succession
August 2024	Deliberation on the board succession, the status of the top executives' succession planning, and the status of the president's targets for fiscal 2024
September 2024	Deliberation on the board succession, and the status of succession plan review for the top executives
October 2024	Deliberation on the candidates for Directors
November 2024	Deliberation on the board succession

**■ Activity Report of the Compensation Advisory Committee(Period: January 1, 2024 - December 31, 2024)**

The Compensation Advisory Committee met nine times during the fiscal year for the purpose of deliberating on both the consistency of levels of compensation paid to the Directors, Senior Executive Officers, Executive Officers, Special Corporate Adviser and Advisers, and the adequacy of the compensation system. In order to realize the Company's vision as set forth in Long-term Vision "GMB2030," the current remuneration plan sets competitive remuneration levels appropriate for the GMB Company and incorporates an evaluation system that is strongly linked to growth over the short, medium and long term.

Composition of Members (as of March 21, 2025)

Those in brackets [ ] indicate attendance in 2024.

- Outside Director Yutaro Shintaku [9/9 100%] (Chairperson)
- Outside Director Kumi Arakane [9/9 100%]
- Outside Director Koichi Kawana [9/9 100%\*]
- Outside Director Yuri Furusawa [ - \*] \*Appointed as a member on March 21, 2025
- Outside Director Yoshinori Yamashita [ - \*] \*Appointed as a member on March 21, 2025
- Executive Vice President and Representative Director Shingo Hanada [ 9/9 100%]
- Director Masato Yoshikawa [9/9 100%]
- Outside Audit & Supervisory Board Member Yuichi Yamada [ 8/9 89%] (Observer)

(Activities)

February 2024	Deliberation on the annual bonuses for fiscal 2023, and setting targets for each of the evaluation indicators for fiscal 2024
Mach 2024 (held twice)	Deliberation on the disclosure items, and setting targets for each of the evaluation indicators for fiscal 2024
April 2024	Deliberation on setting target values for the performance share unit evaluation indicator
July 2024	Deliberation on issues in the current remuneration plan and future topics of study
August 2024	Deliberation on the study for the formulation of a new remuneration plan
October 2024	Selection of comparable companies for compensation benchmarks, and deliberation on the study for the formulation of a new remuneration plan

	November 2024	Deliberation on the study for the formulation of a new remuneration plan	
	December 2024	Deliberation on the policy for determination of remuneration for the Directors and the remuneration amount for fiscal 2025	

**[Audit & Supervisory Board Members/Audit & Supervisory Board]**

Establishment of Audit & Supervisory Board	Established
Maximum Number of Audit & Supervisory Board Members Stipulated in Articles of Incorporation	6
Number of Audit & Supervisory Board Members	6
Cooperation among Audit & Supervisory Board Members, Independent Auditors and Internal Audit Departments	

Internal audit departments and Independent Auditors of the Company report audit plans and the results of audits to the Audit & Supervisory Board periodically, and, as needed. Furthermore, the Company has a system for exchanging information between internal audit departments and the Independent Auditors as necessary to make audit activities more efficient.

Election of Outside Audit & Supervisory Board Members	Elected
Number of Outside Audit & Supervisory Board Members	3
Number of Independent Audit & Supervisory Board Members	3

Outside Audit & Supervisory Board Members' Relationship with the Company (1) updated

Name	Attribute	Relationship with the Company*												
		a	b	c	d	e	f	g	h	i	j	k	l	m
Yuichi Yamada	CPA													
Keijiro Kimura	lawyer													
Setsuko Ino	Other													

\* 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 accounting advisor of the Company or its subsidiaries

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

d. Audit & Supervisory Board Member of a parent company of the Company

e. Executive of a fellow subsidiary company of the Company

f. A party whose major client or supplier is the Company or an executive thereof

g. Major client or supplier of the Company or an executive thereof

h. Consultant, accountant or legal professional who receives a large amount of monetary consideration or other property from the Company besides compensation as an Audit & Supervisory Board Member

i. Major shareholder of the Company (or an executive of the said major shareholder if the shareholder is a legal entity)

j. Executive of a client or supplier company of the Company (which does not correspond to any of f, g, or h) (the Audit & Supervisory Board Member himself/herself only)

k. Executive of a company, between which and the Company Outside Directors/Audit & Supervisory Board Members are mutually appointed (the Audit & Supervisory Board Member himself/herself only)

l. Executive of a company or organization that receives a donation from the Company (the Audit & Supervisory Board Member himself/herself only)

m. Others

Outside Audit & Supervisory Board Members' Relationship with the Company (2)

Name	Designation as Independent Audit & Supervisory Board Member	Supplementary Explanation of the Relationships	Reasons for Appointment
Yuichi Yamada	○	—	As a certified public accountant, Yuichi Yamada possesses considerable knowledge in finance and accounting. He has an extensive experience and a record of accomplishments in corporate auditing while serving at a major audit firm, and possesses extensive expertise on auditing in general through activities such as working as an outside audit & supervisory board member for other companies. Although he has never directly engaged in corporate management, he is nominated as a candidate for Outside Audit &

			Supervisory Board Member based on the judgment that he will contribute to the further enhancement of auditing processes of the Company through his expert point of view and from an independent standpoint. Moreover, since he satisfies the requirements for an independent officer as stipulated by the TSE and requirements of the independence criteria set forth by the Company, the Company judged that there is no risk of a conflict of interest with ordinary shareholders.
Keijiro Kimura	○	—	Mr. Kimura possesses a wealth of knowledge in legal affairs. He also has an extensive record of practice in corporate legal affairs at attorney offices and considerable experience and knowledge acquired by assuming office as an outside auditor for several companies. Therefore, despite not having been directly involved in corporate management, the Company judged that he can contribute to further enhancing its auditing processes through his expert viewpoints and from an independent standpoint. Moreover, since he satisfies the requirements for an independent officer as stipulated by the TSE and requirements of the independence criteria set forth by the Company, the Company judged that there is no risk of a conflict of interest with ordinary shareholders.
Setsuko Ino	○	—	Setsuko Ino has many years of experience in charge of management planning in the IT industry and at global companies, and has a global perspective as well as extensive knowledge of finance, accounting, and IT. In view of her extensive experience, she is nominated as a candidate for Outside Audit & Supervisory Board Member in expectation of further contribution to the auditing processes of the Company.

**[Independent Directors/Audit & Supervisory Board Members]**

Number of Independent Directors/Audit & Supervisory Board Members <u>updated</u>	8
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Matters relating to Independent Directors/Audit & Supervisory Board Members

The Company reported to the TSE that all members of the Outside Directors and the Outside Audit & Supervisory Board Members are the Independent Directors and Audit & Supervisory Board Members defined by the TSE.

#### [Incentives]

Incentive Policies for Directors	Performance-linked Remuneration and others
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Supplementary Explanation

Please refer to the Corporate Governance Report: I. 1. [Disclosure Based on the Principles of the Corporate Governance Code], 5. (8) Policies and procedures in determining the remuneration of Directors and management.

Recipients of Stock Options	-
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Supplementary Explanation

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#### [Director Remuneration]

Disclosure of Individual Directors' Remuneration	Selected Directors
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Supplementary Explanation updated

Title	Number	Total
Directors (excluding Outside Directors)	6	¥337 million
Audit & Supervisory Board Members (excluding Outside Audit & Supervisory Board Members)	4	¥132 million
Outside Directors	5	¥85million
Outside Audit & Supervisory Board Members	3	¥50 million

The Company discloses the remunerations for the Directors who received ¥100 million or more as total consolidated compensation in the Annual Securities Report ("Yukashoken Hokokusho").

The above includes the remuneration of an Outside Director and an Outside Audit & Supervisory Board Member who retired at the conclusion of the 134th Ordinary General Meeting of Shareholders held on March 22, 2024.

Policy on Determining Remuneration Amounts and Calculation Methods	Established
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Disclosure of Policy on Determining Remuneration Amounts and Calculation Methods

Please refer to the Corporate Governance Report: I. 1. [Disclosure Based on the Principles of the Corporate Governance Code], 5. (8) Policies and procedures in determining the remuneration of Directors and management.

**[Support Systems for Outside Directors and/or Audit & Supervisory Board Members]**

The Company has established a system to support Outside Directors at the section in charge of secretariat of the Board of Directors and the Nomination & Remuneration Advisory Committee. This section provides various information and assists duties of Outside Directors to ensure smooth operation.

The Company has established a system to assist the Outside Audit & Supervisory Board Members at the section in charge of secretariat of the Audit & Supervisory Board. This section constantly supports the audits conducted by the Outside Audit & Supervisory Board Members.



## 2. Matters Related to the Functions of Business Execution, Auditing, Oversight, Nomination, and Remuneration Decisions (Overview of Current Corporate Governance System) **updated**

- The Board of Directors makes company-wide strategic decisions and oversees the execution of duties by the Executive Officers. It consists of eleven Directors (five of whom are the Outside Directors).  
In addition to its regular monthly board meetings, it also meets as and when required, to discuss and make decisions with regard to management planning, financial planning, investment, business restructuring, governance, and other important management issues based on the annual agenda discussed and set by the Board of Directors.  
Meetings of the Board of Directors were held 13 times in fiscal 2024, that commenced on January 1, 2024 and ended on December 31, 2024, and the attendance rate was 100%.
- The Company periodically holds the “Value Up Discussion Meeting,” where the members of the Board of Directors discuss topics that contribute to the company’s sustainable growth and enhancing corporate value in the medium to long term. The VUDM is positioned as a place not for decision-making but for exchanging opinions and sharing information, and the contents of discussions are communicated to the Executive Officers as appropriate.
- The Audit & Supervisory Board oversees and audits the execution of duties by the Directors. It consists of six Audit & Supervisory Board Members (three of whom are Outside Audit & Supervisory Board Members).  
In addition to its regular monthly Audit & Supervisory Board Meetings, it also meets as and when required, to discuss and make decisions with regard to auditing policy, audit reports, and other matters.  
The main matters considered by the Audit & Supervisory Board are the audit policies and division of duties, status of the establishment and operation of internal control systems, evaluation of the Independent Auditor and determining their reappointment, the audit report and other matters. In accordance with the audit policies, division of duties, and standards for the Audit & Supervisory Board Members as established by the Audit & Supervisory Board, the Audit & Supervisory Board Members communicated with the Directors, the internal audit department, employees, and others; committed to gathering information and enhancing the audit environment; attended meetings of the Board of Directors and other important meetings; received reports from the Directors, employees, and others regarding the performance of their duties; requested explanations as necessary; inspected important documents supporting decisions and other records; and examined the status of operations and assets at the head office and important operating locations.  
In addition, the Audit & Supervisory Board Members periodically received reports from the Directors, employees, and others regarding the status of the development and operation of internal control systems; requested explanations as necessary; and expressed opinions.  
The Audit & Supervisory Board Members concurrently serve as Audit & Supervisory Board Members of major subsidiaries and equity method affiliates in Japan and audit the execution of management according to the audit policies and plans established by the Audit & Supervisory Board. In addition, full-time Audit & Supervisory Board Members have been placed at some of the main subsidiaries in Japan in order to strengthen the monitoring system of the subsidiaries and the Kubota group’s internal control system.  
As for the overseas locations, the Audit & Supervisory Board conducted on-site audits of key locations in North America, Europe, Asia and Australia. Also, the Audit & Supervisory Board, in a part of overseas subsidiaries, conducted audits through online meetings as well as the on-site audits .  
The Audit & Supervisory Board monitored and verified whether the Independent Auditor made appropriate audits while maintaining its independence. In addition, the Audit & Supervisory Board received reports from the Independent Auditor on its operations and requested explanations when necessary.
- The Company has adopted the Executive Officer System in order to strengthen business execution by each area and workplace, and make prompt and appropriate business decisions.  
In addition, the Company has established the ESG Management Strategy Meeting, the Management Committee and the Investment Council to make decisions and deliberate on specific important issues.

The ESG Management Strategy Meeting formulates policies and evaluates major measures for the realization of the long-term vision of the Company, GMB2030, and the creation of medium to long-term corporate value.

- The Management Committee deliberates and make decisions on important management issues, such as investments and loans, in accordance with the mid-term business plan. Of the management issues deliberated by the Management Committee, important issues are reported to the Board of Directors.
- In addition, the Company has a Nomination Advisory Committee (five out of seven of the members are Outside Directors) and a Compensation Advisory Committee (five of seven of the members are Outside Directors) in place, to give advice to the Board of Directors.
- The Nomination Advisory Committee and Compensation Advisory Committee meet to deliberate on nomination of candidates for the Directors, and compensation system and compensation level of the Directors over appropriate involvement and advice from the Outside Directors. The Company appointed Deloitte Touche Tohmatsu LLC (“DTT”) as Independent Auditors of the Company. The certified public accountants (CPAs) belonging to DTT, Mr. Takashige Ikeda, Mr. Yutaka Ito, and Mr. Akira Kimotsuki, audit the financial statements of the Company. In addition, 33 other CPAs, 7 successful candidates of CPAs, and 43 other staff members assist in the execution of the audits as instructed by the above three CPAs.
- Pursuant to Article 427, Paragraph 1 of the Companies Act, the Company enters into Liability Limitation Agreements with each of the Outside Directors and the Outside Audit & Supervisory Board Members, which limit the maximum amount of their liabilities owed to the Company arising in connection with their failure to perform their duties as long as they are acting in good faith and without significant negligence, to the extent permitted by the laws and regulations.

### 3. Reasons for Adoption of Current Corporate Governance System **updated**

The organizational form of the Company is a Company with Audit & Supervisory Board.

The Company has appointed four of the five outside directors who have extensive experience and broad knowledge of corporate management.

In addition, as the Outside Audit & Supervisory Board Members, the Company also has appointed persons who are in an independent position and have knowledge of finance, accounting, law and corporate management, etc.

The supervision system of the Board of Directors, including the Outside Directors, and the auditing system of the Audit & Supervisory Board Members are functioning adequately in monitoring the Company’s management. Accordingly, the judgment of the Company is that its current corporate governance system is the most suitable for the corporate management of the Company.

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

#### 1. Measures to Encourage Active Participation and Discussion at the General Meeting of Shareholders and Smooth Exercise of Voting Rights

	Supplementary Explanation
Early Notification of General Meeting of Shareholders	The Company sends the Convocation Notice three weeks before the date of the General Meeting of Shareholders in principle so that shareholders can secure a sufficient review period for proposals for the meeting. Furthermore, the Convocation Notice is disclosed approximately one month before the date of the General Meetings of Shareholders in principle from the viewpoint of early disclosure.
Scheduling General Meeting of Shareholders Avoiding the Peak Day	To enhance constructive dialogues with shareholders, the Company avoids the expected day on which many companies hold meetings of shareholders as much as possible when it sets the date for its General Meeting of Shareholders. Moreover, the President and Representative Director himself serves as chairperson in principle and endeavors to conduct dialogues with shareholders to the extent possible.
Allowing Electronic Exercise of Voting Rights	The Company adopts a system for exercising voting rights via the Internet and enables shareholders to exercise these rights through their computers.
Participation in Electronic Voting Platform for Institutional Investors	The Company uses the “Electronic Voting Platform” operated by trust banks and ICJ, Inc. in an effort to ensure the convenience of all the shareholders including those who cannot attend the General Meeting of Shareholders on the day. In addition, the Company also enables exercise of voting rights using smartphones.
Providing (Summary) Convocation Notice in English	The Company translates the full text of the Convocation Notice into English to provide information necessary for institutional investors and overseas investors to exercise voting rights. Furthermore, it is disclosed on the “Electronic Voting Platform” operated by ICJ, Inc. and the Company’s website at least three weeks before the date of the General Meeting of Shareholders.
Others	In order to promote mutual communication with as many shareholders as possible, the Company accepts questions in advance through the Internet and answers on or after the date of the General Meeting of Shareholders. Moreover, the Company also provides live streaming for shareholders who are not able to attend the General Meeting of Shareholders at the venues.

## 2. IR Activities **updated**

	Supplementary Explanation	Explanation by the President
Preparation and Announcement of Disclosure Policy	The Company has established its IR Policy (disclosure policy) and posted it to the corporate website. <a href="https://www.kubota.com/ir/corporate/policy/index.html">https://www.kubota.com/ir/corporate/policy/index.html</a>	
Regular Investor Briefings for individual shareholders and private investors	The Company is making aggressive efforts to establish communication and trust with individual shareholders and private investors. Such efforts include various events for individual shareholders, corporate information sessions by the President for private investors, and participating in investor forums using online tools. Please follow the link below ("Information for Private Investors") for details. <a href="https://www.kubota.co.jp/ir/sh_info/personal/index.html">https://www.kubota.co.jp/ir/sh_info/personal/index.html</a> (in Japanese)	With
Regular Investor Briefings for Analysts and Institutional Investors	[Fiscal year-end results briefings] General Manager of Control Headquarters, who is Representative Director and Executive Vice President, presents the results briefings for the first half and the year-end. In the year-end, the President also presents the business conditions and business strategy, etc.  [Interactive dialogue with institutional investors and analysts] The Company has approximately 410 individual and group meetings per year with institutional investors and analysts. In addition, the Company holds a results briefing for the year-end in February and a results briefing for the first half in August.	With
Regular Investor Briefings for Overseas Investors	The Representative Directors and Executives conduct face-to-face interviews with institutional investors in North America, Europe, and other countries through face-to-face or web conferences. Also, such executives participate in conferences for overseas investors in Japan and overseas several times a year.	With
Posting of IR Materials on the Company Website	The Company posts earning releases, presentation materials, Integrated Report/ ESG report, annual securities report, materials of the Ordinary General Meeting and other information on its website. English : <a href="https://www.kubota.com/ir/financial/index.html">https://www.kubota.com/ir/financial/index.html</a> Japanese : <a href="https://www.kubota.co.jp/ir/financial/index.html">https://www.kubota.co.jp/ir/financial/index.html</a>	
Establishment of Department and/or Manager in Charge of IR	IR Section, Corporate Control Dept.	

### 3. Measures to Ensure Due Respect for the Interests of Stakeholders

	Supplementary Explanation
Stipulation of Internal Rules for Respecting the Interests of Stakeholders	<p>All employees in the Group share the corporate philosophy “Kubota Global Identity” which was established to manifest corporate attitudes, the Company’s promises to society, and the missions of the Group. Furthermore, the Group will contribute to its stakeholders and society by conducting corporate activities in which each individual fulfills his or her role and responsibilities.</p> <p>By doing so, the Group is aiming for the ongoing synergistic development of itself and society.</p>
Implementation of Environmental Activities, CSR Activities, etc.	<p>Kubota’s business areas associated with food, water, and the environment were inspired by its founder, Gonshiro Kubota, and continue to support people’s livelihoods. Our business activities are deeply involved in the realization of sustainability. As an “‘Essentials Innovator for Supporting Life,’ Committed to a Prosperous Society and Cycle of Nature,” we are promoting our long-term vision GMB2030, working to solve food, water, and environmental issues and contribute to sustainability.</p> <p>At the core of the realization of GMB2030 is K-ESG Management, which is rooted in the Kubota Group’s own ESG (Environmental, Social and Governance) measures, K-ESG. K-ESG Management identifies four areas, including resolution of environmental and social issues through our business, and 12 points of materiality that are relevant to these areas. By promoting K-ESG Management and materiality, we will achieve GMB2030 goals, thereby contributing to preservation of the beautiful global environment and the development of sustainable communities.</p> <p>Please see the link below for details.  <a href="https://www.kubota.com/sustainability/index.html">https://www.kubota.com/sustainability/index.html</a></p>
Development of Policies on Information Disclosure to Stakeholders	<p>In the “Kubota Group Charter for Action” and “Kubota Group Code of Conduct,” the Group states that it discloses the proper corporate information about business management, business operations, and other matters in a timely and appropriate manner in accordance with related laws and regulations, and promotes proactive communication with its broad stakeholder base, including shareholders and investors, consumers, employees, and local communities. Through this disclosure, the Group fulfills its responsibilities for transparency and accountability in corporate activities.</p>
Other Measures	<p>Diversity and creating a vibrant workplace  - Promoting diversity as a priority commitment</p> <p>As a business group operating on a global scale, the Group considers recognizing diverse values and ways of thinking and having multiple viewpoints as essential for its sustainable growth.</p> <p>As the start for promoting diversity of personnel, the Company has thus far worked on achieving the full potential of women in its organization, actively making efforts to (1) increase the number of new women recruits, (2) improve the work environment so as to encourage women to continue working, and (3) create more opportunities for women’s personal development.</p> <p>Based on the importance of the diversity of personnel (in terms of gender, age, disabilities, nationality and more) of the Company, the Company will continue its aims to further improve the work environment so that each and every employee can demonstrate his or her abilities to the fullest. In addition, the Company aims to be a corporation where employees provide even greater mutual support to one another with regard to childcare, nursing</p>

	Supplementary Explanation
	<p>of aged or ailing family members, and other situations that could hinder employees from performing at their best in the workplace.</p> <p>Please follow the link below ("Promoting Diversity Management among Personnel") for details.</p> <p><a href="https://www.kubota.com/sustainability/employee/diversity/index.html">https://www.kubota.com/sustainability/employee/diversity/index.html</a></p>

#### IV. Matters Related to the Internal Control System

##### 1. Basic Policy on Internal Control Systems and the Progress of System Development

The Company has set and is implementing the following 10 systems to ensure the appropriateness of our business operations.

The Company partly revised these systems at the Meetings of the Board of Directors held on May 12, 2015.

##### 1. System to ensure that Directors and employees perform their duties in compliance with laws and regulations, and the Articles of Incorporation

As the basis of this system to ensure that the Directors, the Executive Officers and employees perform their duties in compliance with laws and regulations and the Articles of Incorporation, the Company has established the "Kubota Group Charter for Action" and "Kubota Group Code of Conduct" to be observed by all Directors, the Executive Officers and employees of the Company and its subsidiaries.

Under the Kubota Group Risk Management Committee, the department in charge designated for each category of management risks (hereinafter referred to as the "department in charge") undertakes such activities as education and training to promote compliance with laws and ethical norms, and performs internal audits.

In addition, based on the operational regulations of "Operation of the Whistle Blowing System," the Company has set up the "Kubota Hotline," a service function for in-house whistle blowing and consultation that is based on rules to protect whistle blowers. The aim of this system is to discover at an early stage any improper conduct that infringes on laws or other regulations and to prevent such infringements from occurring.

##### 2. System related to the safekeeping and management of information regarding the Company Directors' execution of duties

The Company properly holds in custody and controls information on the execution of duties by the Directors and Executive Officers in accordance with its in-house rules and regulations, which include the "Regulations on Custody of Documents" and other items. The Company also maintains a system for making such documents available for examination, as necessary.

##### 3. Rules and regulations on the management of risks of losses and other systems

The Company manages risks of compliance, environment, health and safety, disasters, quality, and other matters relating to the performance of business operations of the Group as a whole by having departments in charge or committees under the control of the Kubota Group Risk Management Committee provide internal rules and regulations, manuals, and other guidelines to respond to the risks of the Group as a whole.

In order to respond to new risks arising in the Group, the Kubota Group Risk Management Committee will determine the department in charge, and the new risks will be managed by the said department.

##### 4. System to ensure the efficient execution of duties by Directors

The Board of Directors decides management execution policies, matters set forth in laws and regulations, and other important matters regarding management, while also overseeing the execution of duties by the Directors and Executive Officers.

At the Executive Officers' Meeting, the President and Representative Director gives directions and information to the Executive Officers about policies and resolutions decided by the Board of Directors. The progress of execution of their duties is reported to the President and Representative Director by the Executive Officers.

The Company enhances its decision-making process by having adequate discussions in the "Management Committee," with the participation of the President and Representative Director and other Executive Officers, to decide important management matters. The Company also implements multifaceted deliberations in the "Investment Council," mainly consisting of the Directors and Executive Officers in charge of administrative departments, to discuss other important investment projects. The results of these discussions are reported to the Board of Directors or the like to enhance the effectiveness of the system, in accordance with the operational regulations of "Operation of the Management Committee and Investment Council."

5. System to ensure proper business operations within the Group, consisting of the Company and its subsidiaries

(a) To create a Group-Wide control environment, the Company has established the "Kubota Group Charter for Action" and "Kubota Group Code of Conduct," and the philosophies contained in this charter and code of conduct are shared throughout the Group. To ensure proper business operations of the Group, the Company sets its in-house rules and regulations and establishes proper internal control systems. The status of the design and operation of internal control systems related to management risks, including the internal control systems over financial reporting, is audited by the internal auditing department, and departments in charge, after self-audits performed by each department of the Company and its subsidiaries, and the results of such audits are reported to the Directors and Executive Officers in charge, the Kubota Group Risk Management Committee, the President and Representative Director, the Board of Directors, and the Audit & Supervisory Board Members.

(b) The Company manages its subsidiaries in accordance with the subsidiary and affiliate management regulations it has established in order to maintain the appropriateness of their operations. The subsidiaries report the status of their business and the execution of the duties of their executives to the department in charge at the Company. The Company emphasizes the business connections between the subsidiaries and the operating divisions of the Company and assigns the relevant departments to be departments primarily in charge of managing those subsidiaries. The Company then receives reports on management planning and other matters from the subsidiaries and works to ensure the efficient execution of the duties of their Directors through discussions at management review committees and other means.

6. System for Directors and employees to report to Audit & Supervisory Board Members and other systems related to reports to Audit & Supervisory Board Members

The Company has established a system for the Directors, the Executive Officers and employees of the Company, and the Directors, the Executive Officers, and employees of subsidiaries to report the following matters to the Audit & Supervisory Board Members without delay. This is in addition to the matters that need to be reported in accordance with laws and regulations. Persons who have reported to the Audit & Supervisory Board Members will not be treated disadvantageously as a result of making their reports.

(a) Matters that could affect the Company's management;

(b) Contents of internal audits performed by the internal auditing department and departments in charge;

(c) Contents of whistle blowing revealed through the "Kubota Hotline"; and

(d) Other matters requested by the Audit & Supervisory Board or Audit & Supervisory Board Members

7. Matters related to employees who are requested to assist Audit & Supervisory Board Members in their duties

The Company has established the Office of Audit & Supervisory Board Members and assigns employees to exclusively support the Audit & Supervisory Board Members in performing their duties.

8. Matters related to the independence of the employees, as defined in Item 7. above from Directors and matters related to ensuring the effectiveness of the instructions given by Audit & Supervisory Board Members to those employees.

The employees defined in Item 7. above fully comply with the instructions given by the Audit & Supervisory Board Members and assist the Audit & Supervisory Board Members in their execution of the duties. Furthermore, the assignment and evaluation of the employees defined in Item 7. are made after consultation and agreement between the Director in charge of the Human Resources Department and the Audit & Supervisory Board Members.

9. Policy related to the processing of expenses incurred in the execution of the duties of Audit & Supervisory Board Members

To pay the expenses incurred in the execution of the duties of the Audit & Supervisory Board Members, the Company prepares a budget each year and also processes the payment smoothly based on the requests from the Audit & Supervisory Board Members for the processing of any emergency or incidental expenses, or repayments incurred in their execution of the duties.

10. Other systems to ensure effective audits by Audit & Supervisory Board Members

(a) The President and Representative Director of the Company has meetings with the Audit & Supervisory Board Members periodically, and, as needed, exchanges views on matters that the Company must deal with, the improvement of audit environments, and other issues.

(b) The Audit & Supervisory Board Members explain their audit policies and audit plans to the Board of Directors, and the Directors make efforts to improve communication with the Audit & Supervisory Board Members to enhance the exchange of information and establish effective cooperation with the Audit & Supervisory Board Members.

## 2. Basic Policy on Cutting off Antisocial Forces

1. Basic policy on cutting off antisocial forces

The Company issued its code entitled “Cutting off of Relationships with Antisocial Elements” as part of the “Kubota Group Code of Conduct.” The Company also posts it on its website and makes it public both inside and outside the Company.

“Cutting off of Relationships with Antisocial Elements”

“We take a strong stance against antisocial elements and groups that threaten the order and safety of society and cooperate with the police and other organizations to ensure the thorough cutting off of any relationships of such elements and groups. We never respond to improper requests made by these antisocial elements.”

2. Status of development of the system

(a) The Company has established Compliance and Risk Management Headquarters and has created a framework for the promotion of compliance with laws and regulations through cooperation with Corporate Compliance Dept., Legal Dept., and Corporate Auditing Dept. The Company also reviews the donations and memberships in other organizations and monitors the advertising and promotional expenses.

(b) The Company participates in the regional activities and the meetings held by the Osaka Prefectural Center for the Cutting off of Boryokudan (Criminal Elements), the Osaka Countermeasure Association, and other groups, and strives to cut off antisocial forces.

(c) The Company distributes the “Kubota Group Code of Conduct” portable card to all employees in the Group, and encourages them to carry it with them at all times.



## V. Other

### 1. Adoption of Anti-Takeover Measures

Adoption of Anti-Takeover Measures	Not Adopted
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Supplementary Explanation

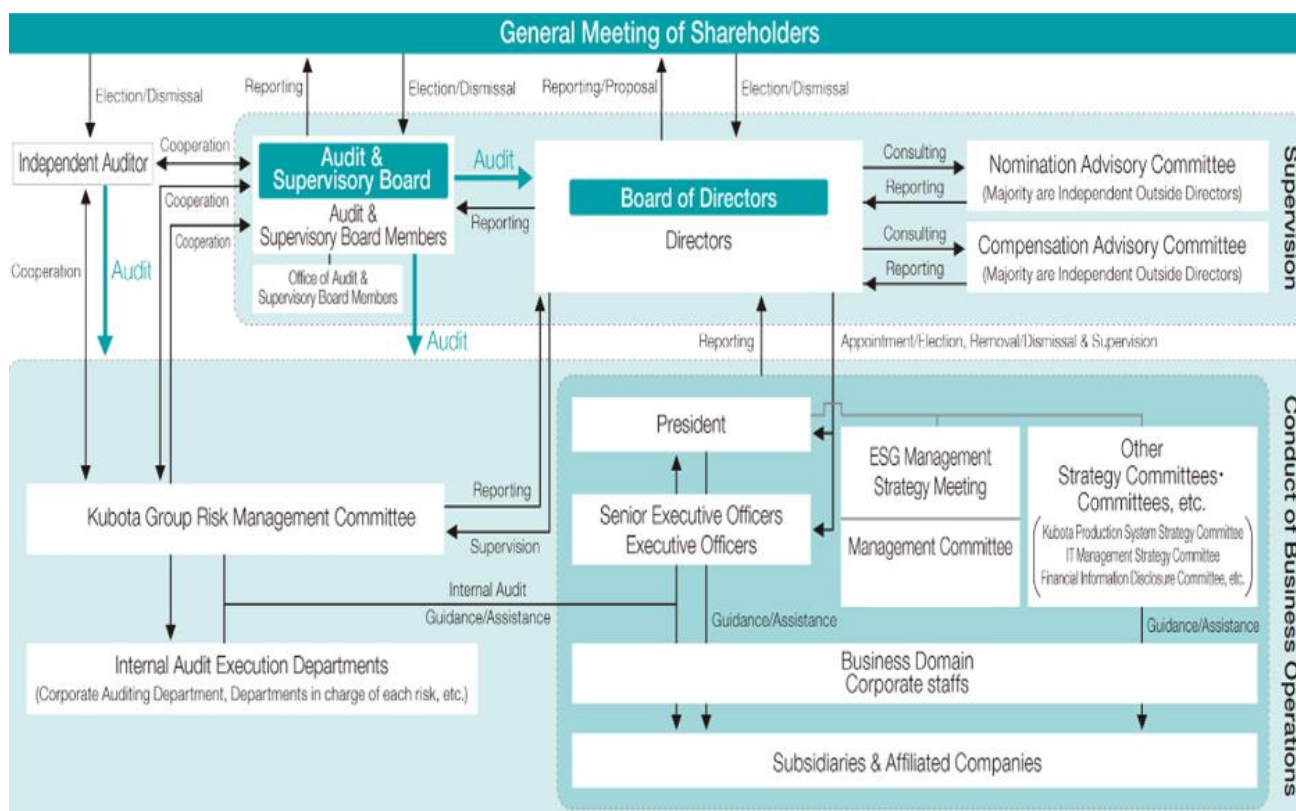
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### 2. Other Matters Concerning to Corporate Governance System

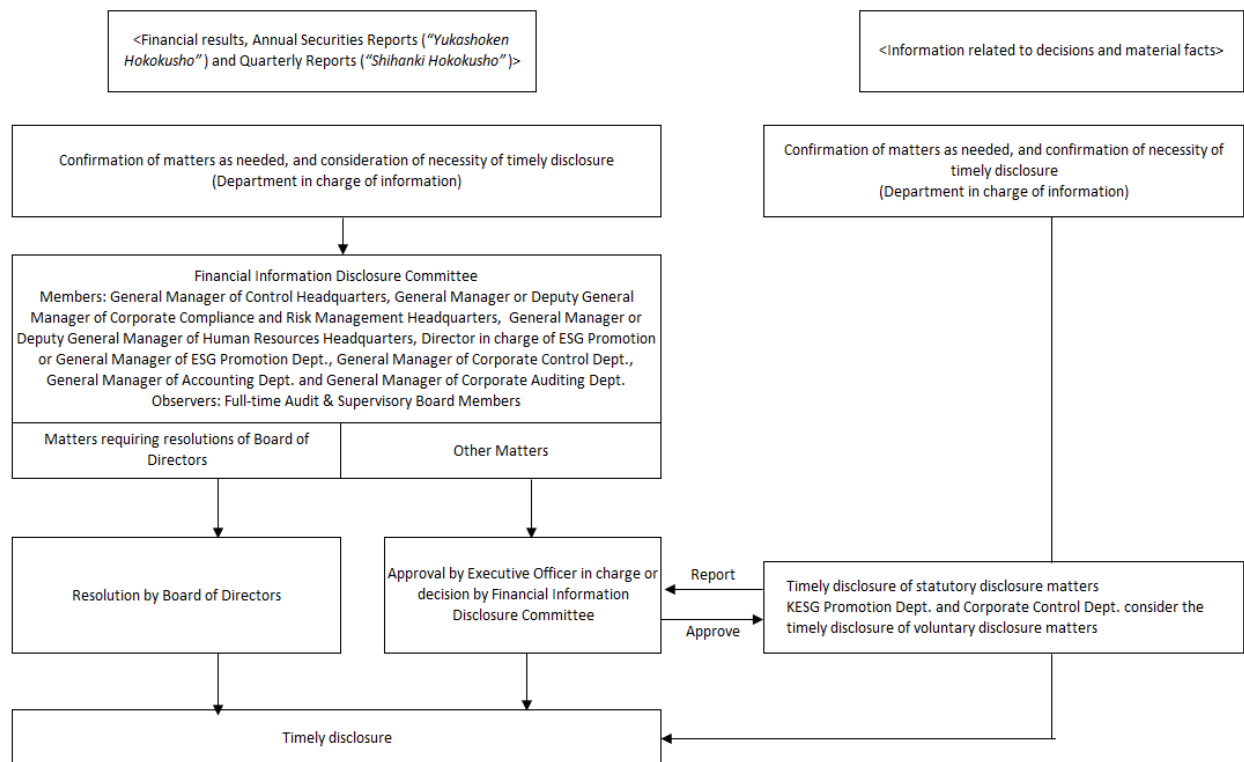
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## [Structure Charts (Reference)]

### <Corporate Governance Structure>



## <Company Structure for Timely Disclosure of Information>



### <Board Skills Matrix>

The Company configures its Board of Directors from the perspectives of maintaining the number of members appropriate for ensuring effective discussions at the meetings of the Board of Directors, manifesting its function as a board of directors and ensuring its diversity and maintaining soundness and transparency in management.

It is important for members of the Board of Directors to complement each other by using their knowledge, experience, and skills, based on diverse values. Shown below is the relationship between the skills required to promote the Company's medium- to long-term business strategy and the expertise and experience of each member.

Name	Position	Areas of expectation/Specialization								Experience in corporate management of other companies	Nomination Advisory Committee	Compensation Advisory Committee
		Priority items related to Long-Term Vision "GMB2030"						Fundamental items for management				
		KPS (Manufacturing) /Quality control	Global Management	Innovations/ R&D/IX	E (Resolution of environmental issues)	S (Contributing to society/Empathy and participation of stakeholders)	G (Building Governance)	Finance/ Accounting	Legal affairs/ Compliance			
Yuichi Kitao	President and Representative Director		●	●		●					●	
Shingo Hanada	Representative Director and Executive Vice President		●		●	●					●	●
Hiroto Kimura	Director and Senior Managing Executive Officer									●	●	●
Masato Yoshikawa	Director		●				●	●				●
Dai Watanabe	Director		●	●	●							
Eiji Yoshioka	Director	●	●		●							
Yutaro Shintaku	Outside Director		●			●		●		●	● (Chair- person)	● (Chair- person)
Kumi Arakane	Outside Director									●	●	●
Koichi Kawana	Outside Director		●		●		●			●	●	●

Name	Position	Areas of expectation/Specialization								Experience in corporate management of other companies	Nomination Advisory Committee	Compensation Advisory Committee
		Priority items related to Long-Term Vision "GMB2030"						Fundamental items for management				
		KPS (Manufacturing) /Quality control	Global Management	Innovations/ R&D/DX	E (Resolution of environmental issues)	S (Contributing to society/Empathy and participation of stakeholders)	G (Building Governance)	Finance/ Accounting	Legal affairs/ Compliance			
Yuri Furusawa	Outside Director					●	●		●		●	●
Yoshinori Yamashita	Outside Director		●	●			●			●	●	●
Yasuhiko Hiyama	Audit & Supervisory Board Member (Full- time)		●					●	●			
Masashi Tsunematsu	Audit & Supervisory Board Member (Full- time)				●			●	●			
Kazushi Ito	Audit & Supervisory Board Member (Full- time)						●	●	●			
Yuichi Yamada	Outside Audit & Supervisory Board Member						●	●	●			▲ (Ob- server)
Keijiro Kimura	Outside Audit & Supervisory Board Member		●				●		●			
Setsuko Ino	Outside Audit & Supervisory Board Member		●	●				●		●		

- (Notes) 1. Senior Executive Officers and Executive Officers in charge of the relevant fields attend the meetings of the Board of Directors, depending on the agenda, to provide explanations on those agenda in order to improve the effectiveness of the Board.
2. In the list above, up to three of the major skills expected of each member of the Board of Directors based on their experience are marked ●. These skills do not represent the entirety of the knowledge possessed by each member.