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(Stock Exchange Code 9409)  
June 14, 2021

**To Stockholders with Voting Rights:**

Hiroshi Hayakawa  
Chairman & CEO  
TV Asahi Holdings Corporation  
9-1 Roppongi 6-chome, Minato-ku,  
Tokyo

**NOTICE OF  
THE 81ST ORDINARY GENERAL MEETING OF STOCKHOLDERS**

Dear Stockholders:

We would like to express our appreciation for your continued support and patronage.

We hereby notify you of the 81st Ordinary General Meeting of Stockholders of TV Asahi Holdings Corporation (the “Company”). The Meeting will be held for the purposes as described below.

If you are unable to attend the Meeting, you can exercise your voting rights either in writing or via the Internet, etc. In this case, please review the attached Reference Documents for the Ordinary General Meeting of Stockholders, indicate your approval or disapproval on the enclosed Voting Rights Exercise Form and return it to the Company by the end of the business day (6:00 p.m.), Monday, June 28, 2021, or access the website for exercising voting rights designated by the Company stated on the Voting Rights Exercise Form and exercise your voting rights no later than the above-mentioned deadline.

**1. Date and Time:** Tuesday, June 29, 2021, at 10:00 a.m. Japan time  
(Reception is scheduled to begin at 9:00 a.m.)

**2. Place:** Ballroom (B2), The Prince Park Tower Tokyo  
8-1 Shibakoen 4-chome, Minato-ku, Tokyo

**3. Meeting Agenda:**

- Matters to be reported:**
1. The Business Report, Consolidated Financial Statements for the Company’s 81st Fiscal Year (April 1, 2020 - March 31, 2021) and results of audits by the Independent Auditor and the Audit and Supervisory Committee of the Consolidated Financial Statements
  2. Non-Consolidated Financial Statements for the Company’s 81st Fiscal Year (April 1, 2020 - March 31, 2021)

**Proposals to be resolved:**

**Proposal 1:** Appropriation of Surplus

**Proposal 2:** Election of Ten (10) Members of the Board (Excluding Members of the Board who are Members of the Audit and Supervisory Committee)

**Proposal 3:** Election of Five (5) Members of the Board who are Members of the Audit and Supervisory Committee

**4. Disclosure of Business Report and other Documents on the Internet**

Please refer to the following items posted on the Company's website (<https://www.tv-asahihd.co.jp/>) in accordance with the relevant laws and regulations, and Article 16 of the Articles of Incorporation of the Company. The attached documents are part of the Business Report, Consolidated Financial Statements, and Non-Consolidated Financial Statements audited by the Audit and Supervisory Committee in the preparation of the Auditor Report, and the Consolidated Financial Statements and Non-Consolidated Financial Statements audited by the Independent Auditor in preparation of the Audit Report.

- [1] **Business Report "1. Overview of the Corporate Group"**  
(9) Financial Position and Results of Operation of the Corporate Group, (10) Status of the Parent and Principle Subsidiaries (iii) Status of Specified Wholly-owned Subsidiaries at the Fiscal Year-end, (11) Principal Business, (12) Principal Business Locations, (13) Status of Employees of the Corporate Group, (14) Major Lenders and (15) Other Material Information related to the State of Affairs of the Corporate Group
- [2] **Business Report "2. Matters related to the Status of Shares"**
- [3] **Business Report "3. Matters related to the Subscription Rights to Shares"**
- [4] **Business Report "4. Matters related to Officers"**  
(4) Matters related to Outside Officers
- [5] **Business Report "5. Status of the Independent Auditor"**
- [6] **Business Report "6. Structure and Policies of the Company"**
- [7] **Business Report "7. Basic Policy related to the Manner of Presence of the Party Having Control over Decisions on the Company's Financial and Business Policies"**
- [8] **Business Report "8. Policy on the Determination of Dividends, etc. of Surplus"**
- [9] **Consolidated Financial Statements "Consolidated Statements of Changes in Net Assets," "Notes to Consolidated Financial Statements"**
- [10] **Non-Consolidated Financial Statements "Non-Consolidated Statements of Changes in Net Assets," "Notes to Non-Consolidated Financial Statements"**

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- When attending the Meeting, please present the enclosed Voting Rights Exercise Form at the reception desk.
  - In the event any changes occur in the contents of the Reference Documents, Business Report, Consolidated Financial Statements, or Non-Consolidated Financial Statements up to the previous day of the Ordinary General Meeting of Stockholders, notice will be provided by mail or by posting on the Company's website. (<https://www.tv-asahihd.co.jp/>).

## **Reference Documents for the Ordinary General Meeting of Stockholders**

### **Proposal 1:** Appropriation of Surplus

The Company regards the sharing of profits with stockholders as an important policy. The Company's basic dividend policy is to maintain stable distribution of ordinary dividends aimed at sustainable growth while also maintaining the balance with securing the retained earnings needed to strengthen the corporate foundations essential to a certified broadcasting holding company that wholly owns terrestrial, BS, and CS broadcast operators over the long term. In addition to ordinary dividend distributions, the Company also regards it as a basic policy to reward stockholders through the distribution of commemorative dividends to mark key events, and special dividends determined with consideration of financial results and other factors in each fiscal period.

In accordance with this basic policy, we propose that the year-end dividend be as follows:

1. Matters regarding the year-end dividend
  - (1) Type of property for dividend: Cash
  - (2) Matters regarding the appropriation of property for dividend to stockholders and its total amount  
20 yen per share of the common stock of the Company  
(Ordinary dividend of 20 yen)  
Total amount: 2,114,412,820 yen
  - (3) Effective date of distribution of surplus  
June 30, 2021
  
2. Other matters regarding the appropriation of surplus
  - (1) Item and amount of surplus to be increased  
General reserve: 3,000,000,000 yen
  - (2) Item and amount of surplus to be reduced  
Retained earnings brought forward: 3,000,000,000 yen

**Proposal 2:** Election of Ten (10) Members of the Board (Excluding Members of the Board who are Members of the Audit and Supervisory Committee)

The terms of office of all incumbent Members of the Board (excluding Members of the Board who are Members of the Audit and Supervisory Committee) will expire at the conclusion of this Ordinary General Meeting of Stockholders. Accordingly, as the Company reforms its management structure, the election of ten (10) Members of the Board (excluding Members of the Board who are Members of the Audit and Supervisory Committee) is proposed.

The candidates are as follows:

No.				Name	Current positions and responsibilities	Attendance at the Board of Directors meetings
1	Reappointment			Hiroshi Hayakawa	Chairman & CEO	11 out of 11 meetings
2	Reappointment			Shinichi Yoshida	President & COO/In charge of Network Strategy Department	11 out of 11 meetings
3	Reappointment			Gengo Sunami	Vice President	11 out of 11 meetings
4	Reappointment			Masaya Fujinoki	Senior Executive Director/In charge of Corporate Strategy Division, Human Resources Division and Finance Division	11 out of 11 meetings
5	Reappointment			Keiji Kameyama	Member of the Board	11 out of 11 meetings
6	Reappointment			Toru Takeda	Member of the Board	11 out of 11 meetings
7	Reappointment			Hiroshi Shinozuka	Member of the Board	11 out of 11 meetings
8	New appointment	Outside	Independent	Mieko Kenjo	—	—
9	New appointment	Outside		Osamu Tezuka	—	—
10	New appointment	Outside		Shiro Nakamura	—	—

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Hiroshi Hayakawa (January 1, 1944)  (Reappointment)	<p>April 1967    Joined the Company</p> <p>June 1995    General Manager, Public Relations Division</p> <p>February 1996    General Manager, Programming Division</p> <p>March 1997    General Manager, News Division</p> <p>September 1998    Vice Director-General, News and Information Headquarters; General Manager, News Division (treated as a Corporate Director)</p> <p>June 1999    Member of the Board, Director-General, Programming and Entertainment Headquarters</p> <p>February 2000    Member of the Board, Director-General, Programming Headquarters</p> <p>June 2001    Executive Director, Director-General, Programming Headquarters</p> <p>March 2002    Executive Director, Director-General, Programming Headquarters; General Manager, Programming and Entertainment Division</p> <p>February 2003    Executive Director, General Manager, Programming and Entertainment Division</p> <p>June 2005    Senior Executive Director</p> <p>June 2007    Vice President</p> <p>June 2009    President</p> <p>October 2013    Representative Director, TV Asahi Successor Preparatory Company (currently TV Asahi Corporation)</p> <p>April 2014    President, TV Asahi Corporation</p> <p>June 2014    Chairman and CEO of the Company Chairman and CEO, TV Asahi Corporation</p> <p>June 2019    Chairman &amp; CEO of the Company (incumbent) Chairman &amp; CEO, TV Asahi Corporation (incumbent)</p> <p><b>Significant concurrent positions</b> Chairman &amp; CEO, TV Asahi Corporation Member of the Board, TOEI COMPANY, LTD.</p> <p><b>Reason for election</b> Mr. Hiroshi Hayakawa was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in programming and news, he has deep insight and sound judgment as an Executive Director regarding the television broadcasting business overall. Since assuming the position of President, Chairman and CEO, he has headed the Group and made many accomplishments with his strong leadership. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	63,291

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
2	Shinichi Yoshida (January 9, 1950)  (Reappointment)	<p>April 1974      Joined The Asahi Shimbun Company</p> <p>June 2003      Board Director and Managing Editor, Tokyo Head Office, The Asahi Shimbun Company</p> <p>June 2005      Managing Director, The Asahi Shimbun Company</p> <p>April 2009      Executive Editor, The Asahi Shimbun Company</p> <p>June 2013      Senior Executive Director, The Asahi Shimbun Company</p> <p>March 2014     Advisor of The Asahi Shimbun Company</p> <p>April 2014      Counselor of the Company</p> <p>June 2014      President of the Company</p> <p>                      President, TV Asahi Corporation</p> <p>June 2016      Member of the Board, TV Asahi Corporation (incumbent)</p> <p>June 2019      President &amp; COO of the Company (incumbent)</p> <p><b>Responsibility at the Company</b> In charge of Network Strategy Department</p> <p><b>Significant concurrent positions</b> Member of the Board, TV Asahi Corporation</p> <p><b>Reason for election</b> Mr. Shinichi Yoshida was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly at a newspaper company, he has acquired deep insight and sound judgment regarding the television broadcasting business overall since assuming office as President. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	36,396
3	Gengo Sunami (October 20, 1956)  (Reappointment)	<p>April 1979      Joined the Company</p> <p>June 2008      General Manager, Administration Division</p> <p>June 2010      Member of the Board, General Manager, Administration Division</p> <p>June 2012      Member of the Board</p> <p>April 2014      Member of the Board, TV Asahi Corporation</p> <p>June 2014      Executive Director, TV Asahi Corporation</p> <p>June 2016      President, TV Asahi Corporation</p> <p>June 2019      President, Asahi Satellite Broadcasting Limited (incumbent)</p> <p>                      Vice President of the Company (incumbent)</p> <p>                      Member of the Board, TV Asahi Corporation (incumbent)</p> <p><b>Significant concurrent positions</b> President, Asahi Satellite Broadcasting Limited Member of the Board, TV Asahi Corporation</p> <p><b>Reason for election</b> Mr. Gengo Sunami was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in the content business, general administration, and finance, he has deep insight and sound judgment as an Operating Director regarding the television broadcasting business overall. Additionally, he has been serving as President of Asahi Satellite Broadcasting Limited, a major business subsidiary. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision in the Company's operations.</p>	40,799

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	Masaya Fujinoki (June 19, 1955)  (Reappointment)	<p>April 1979      Joined the Company</p> <p>June 2005      General Manager, News Division</p> <p>June 2009      General Manager, Corporate Strategy Division</p> <p>June 2010      Member of the Board, General Manager, Corporate Strategy Division</p> <p>June 2012      Member of the Board, Asahi Satellite Broadcasting Limited (incumbent) Executive Director, General Manager, Corporate Strategy Division of the Company</p> <p>April 2014      Executive Director, General Manager, Corporate Strategy Division, TV Asahi Corporation</p> <p>June 2014      Executive Director of the Company Executive Director, TV Asahi Corporation</p> <p>June 2016      Senior Executive Director of the Company (incumbent) Senior Executive Director, TV Asahi Corporation (incumbent)</p> <p><b>Responsibility at the Company</b> In charge of Corporate Strategy Division, Human Resources Division and Finance Division</p> <p><b>Significant concurrent positions</b> Senior Executive Director, TV Asahi Corporation Member of the Board, Asahi Satellite Broadcasting Limited Board Director, The Asahi Shimbun Company</p> <p><b>Reason for election</b> Mr. Masaya Fujinoki was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in news, finance, and corporate strategies, he has deep insight and sound judgment as an Operating Director regarding the television broadcasting business overall. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	37,353
5	Keiji Kameyama (January 18, 1959)  (Reappointment)	<p>April 1982      Joined the Company</p> <p>June 2005      General Manager, Programming and Entertainment Division</p> <p>June 2009      General Manager, Contents Business Division</p> <p>June 2010      Member of the Board (incumbent)</p> <p>April 2014      Member of the Board, TV Asahi Corporation</p> <p>June 2014      Executive Director, TV Asahi Corporation</p> <p>June 2017      Senior Executive Director, TV Asahi Corporation</p> <p>June 2019      President &amp; COO, TV Asahi Corporation (incumbent)</p> <p><b>Significant concurrent positions</b> President &amp; COO, TV Asahi Corporation Director, Asahi Broadcasting Group Holdings Corporation</p> <p><b>Reason for election</b> Mr. Keiji Kameyama was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in programming and marketing sales, he has deep insight and sound judgment as an Operating Director regarding the television broadcasting business overall. Additionally, he has been serving as President of TV Asahi Corporation, a major business subsidiary. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	41,808

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
6	Toru Takeda (November 29, 1950)  (Reappointment)	<p>April 1974      Joined the Company February 2003    General Manager, Human Resources Division June 2004      Member of the Board, General Manager, Human Resources Division June 2007      Member of the Board June 2009      Executive Director, Director-General, Production Headquarters, TV Asahi Productions Co., Ltd. June 2011      President, TV Asahi Productions Co., Ltd. June 2014      Executive Director of the Company Executive Director, TV Asahi Corporation June 2016      Senior Executive Director of the Company Senior Executive Director, TV Asahi Corporation June 2019      Member of the Board of the Company (incumbent) Vice Chairman, TV Asahi Corporation (incumbent)</p> <p><b>Significant concurrent positions</b> Vice Chairman, TV Asahi Corporation</p> <p><b>Reason for election</b> Mr. Toru Takeda was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in marketing sales, networks, and personnel affairs, he has deep insight and sound judgment as an Operating Director regarding the television broadcasting business overall and made many accomplishments including serving as President of a Group company. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	35,130
7	Hiroshi Shinozuka (June 15, 1962)  (Reappointment)	<p>April 1986      Joined the Company June 2012      General Manager, News Division April 2014      General Manager, News Division, TV Asahi Corporation June 2014      Member of the Board of the Company (incumbent) Member of the Board, General Manager, News Division, TV Asahi Corporation November 2018    Member of the Board, TV Asahi Corporation June 2019      Executive Director, TV Asahi Corporation (incumbent)</p> <p><b>Significant concurrent positions</b> Executive Director, TV Asahi Corporation</p> <p><b>Reason for election</b> Mr. Hiroshi Shinozuka was selected as a candidate for Member of the Board because, in addition to his extensive experience mainly in news, he has deep insight and sound judgment as an Operating Director regarding the television broadcasting business overall, through being in charge of businesses related to the Internet. The Company, therefore, believes that he will be able to demonstrate his ability of appropriate decision-making and supervision for the Company's operations.</p>	18,178



No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
8	Mieko Kenjo (January 26, 1946)  (New appointment, Outside, Independent)	<p>April 1968      Joined Tokyo Broadcasting System, Incorporated (currently TBS HOLDINGS, INC.)</p> <p>April 1996      Professor, Faculty of Sociology, Aomori University</p> <p>April 2005      Director, Yu-Cho Foundation (incumbent)</p> <p>April 2007      Visiting Professor, Cyber University (incumbent)</p> <p>September 2010      Visiting Professor, Nijjima Gakuen Junior College</p> <p>October 2010      Director, NPO Furusato Kaiki Shien Center</p> <p>April 2015      Deputy Dean, Aomori University</p> <p>July 2015      Councilor of Councilors Meeting, SUMITOMO LIFE INSURANCE COMPANY (incumbent)</p> <p>April 2021      Emeritus Professor, Aomori University (incumbent)</p> <p><b>Significant concurrent positions</b></p> <p>Emeritus Professor, Aomori University</p> <p>Director, Yu-Cho Foundation</p> <p>Visiting Professor, Cyber University</p> <p>Councilor of Councilors Meeting, SUMITOMO LIFE INSURANCE COMPANY</p> <p><b>Reason for election and summary of expected roles</b></p> <p>Ms. Mieko Kenjo was selected as a candidate for Outside Member of the Board because the Company believes that she will draw on her deep insight into the broadcasting industry that she accumulated through working at a commercial broadcasting company and appearing in many television and radio programs. The Company believes that she will also draw on her various experience of serving as outside Director of listed companies, college professor, and director of an organization for social contribution in the management of the Company. The Company expects that she will be able to provide valuable advice and contribute to the supervision function of the Company's decision-making considering the current state of the Company.</p>	1,000
9	Osamu Tezuka (March 1, 1960)  (New appointment, Outside)	<p>April 1983      Joined TOEI COMPANY, LTD.</p> <p>June 2020      President, TOEI COMPANY, LTD. (incumbent)</p> <p><b>Significant concurrent positions</b></p> <p>President, TOEI COMPANY, LTD. (Note 1)</p> <p>Member of the Board, Asahi Satellite Broadcasting Limited</p> <p>Managing Director, TOEI ANIMATION CO., LTD.</p> <p><b>Reason for election and summary of expected roles</b></p> <p>Mr. Osamu Tezuka was selected as a candidate for Outside Member of the Board because he is the president of TOEI COMPANY, one of the leading movie production companies in Japan, and also a major stockholder of the Company. The Company therefore believes that, in light of the current situation of the Company around which various media are making multi-faceted development, he will draw on his extensive business experience and deep insight in the management of the Company. The Company expects that he will be able to provide valuable advice and contribute to the supervision function of the Company's decision-making considering the current state of the Company.</p>	-

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
10	Shiro Nakamura (April 6, 1963)  (New appointment, Outside)	<p>April 1986      Joined The Asahi Shimbun Company</p> <p>April 2021      President and CEO, The Asahi Shimbun Company (incumbent)</p> <p><b>Significant concurrent positions</b> President and CEO, The Asahi Shimbun Company (Note 2)</p> <p><b>Reason for election and summary of expected roles</b> Mr. Shiro Nakamura was selected as a candidate for Outside Member of the Board because he is the president of the Asahi Shimbun Company, one of the leading newspaper companies in Japan, and also a major stockholder of the Company. The Company therefore believes that, in light of the current situation of the Company around which various media are making multi-faceted development, he will draw on his extensive business experience and deep insight in the management of the Company. The Company expects that he will be able to provide valuable advice and contribute to the supervision function of the Company's decision-making considering the current state of the Company.</p>	-

(Notes)

1. The said company is engaged in the production of movies, broadcast programs, and similar that belong to the line of business of TV Asahi Corporation and Asahi Satellite Broadcasting Limited, wholly-owned subsidiaries of the Company. The said company has business transactions with the above two companies.
2. The said company is engaged in the publishing business and similar that belong to the line of business of TV Asahi Corporation and Asahi Satellite Broadcasting Limited, wholly-owned subsidiaries of the Company. The said company has business transactions with the above two companies.
3. There are no other special interests between each candidate and the Company.
4. Ms. Mieko Kenjo, and Messrs. Osamu Tezuka and Shiro Nakamura are candidates for Outside Members of the Board.
5. Mr. Osamu Tezuka is a Member of the Board (part-time) of Asahi Satellite Broadcasting Limited, a wholly-owned subsidiary of the Company.
6. During the past five years at the other companies where the candidates for Outside Members of the Board served as officers, etc., no incidents requiring disclosure have taken place at such companies involving violations of laws and regulations or any articles of incorporation.
7. Mr. Osamu Tezuka, a candidate for Outside Member of the Board, is a Representative Member of the Board of TOEI COMPANY, LTD. and a Managing Director (part-time) of TOEI ANIMATION CO., LTD., both of which are a business entity that has a special relationship with the Company. None of the other candidates for Outside Members of the Board is or has been in a position to execute duties or a non-executive officer for a business entity (excluding the Company's subsidiaries) that has a special relationship with the Company for the past 10 years, has plans to receive a large sum of money or other financial benefits from the Company or any business entity that has a special relationship with the Company, or has received them during the past two years from the Company or any of such entities.
8. None of the candidates for Outside Members of the Board has a spouse or relative within the third degree of relationship who is engaged in the business operations or is a non-executive officer of the Company or any business entity that has a special relationship with the Company.
9. If the appointment of Ms. Mieko Kenjo, and Messrs. Osamu Tezuka and Shiro Nakamura is approved, the Company will enter into an agreement with them, limiting their liability as stipulated in Article 423, Paragraph 1 of the Companies Act. Pursuant to said agreement, the liability limit shall be 10 million yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is higher.
10. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act to cover legal damages and litigation expenses in the event that a claim for damages is made against the insured due to an act committed by the insured in his/her capacity as such. If the appointment of each candidate is approved, they will become insured persons under the insurance policy. The Company plans to renew the insurance policy with the same contents at the time of next renewal.
11. If the appointment of Ms. Mieko Kenjo is approved, the Company plans to notify her status as an independent officer pursuant to the rules of the Tokyo Stock Exchange. The concept regarding an independent officer prescribed by the Company is posted on the website of the Company (<https://www.tv-asahihd.co.jp/>).
12. There are no specific opinions or comments from the candidates for Outside Members of the Board regarding the matters mentioned above.

**Proposal 3:** Election of Five (5) Members of the Board who are Members of the Audit and Supervisory Committee

The terms of office of all incumbent Members of the Board who are Members of the Audit and Supervisory Committee will expire at the conclusion of this Ordinary General Meeting of Stockholders. Accordingly, to reinforce the auditing structure, the election of five (5) Members of the Board who are Members of the Audit and Supervisory Committee is proposed.

The Company has obtained the approval of the Audit and Supervisory Committee regarding this proposal.

The candidates for Members of the Board who are Members of the Audit and Supervisory Committee are as follows.

No.				Name	Current positions	Attendance at the Board of Directors meetings	Attendance at the Audit and Supervisory Committee meetings
1	Reappointment	Outside	Independent	Katsuhiko Ikeda	Member of the Board who is a Member of the Audit and Supervisory Committee	10 out of 11 meetings	12 out of 12 meetings
2	Reappointment	Outside	Independent	Akira Genma	Member of the Board who is a Member of the Audit and Supervisory Committee	9 out of 11 meetings	11 out of 12 meetings
3	New appointment			Katsumi Sasaki	—	—	—
4	New appointment	Outside	Independent	Sadayoshi Fujishige	—	—	—
5	New appointment	Outside	Independent	Keiko Miyata	—	—	—

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Katsuhiko Ikeda (February 12, 1953)  (Reappointment, Outside, Independent)	<p>April 1976      Joined the National Police Agency</p> <p>August 2007    Director-General, Security Bureau, National Police Agency</p> <p>January 2010    Superintendent General of the Tokyo Metropolitan Police Department</p> <p>September 2012 Secretary-General, Secretariat of the Nuclear Regulation Authority, Nuclear Regulation Authority</p> <p>June 2017      Chairman, Japan Road Traffic Information Center (incumbent) Member of the Board who is a Member of the Audit and Supervisory Committee of the Company (incumbent)</p> <p><b>Significant concurrent positions</b> Chairman, Japan Road Traffic Information Center Audit and Supervisory Board Member, TV Asahi Corporation Director, Tekken Corporation</p> <p><b>Reason for election and summary of expected roles</b> Mr. Katsuhiko Ikeda was selected as a candidate for Outside Member of the Board because the Company believes that despite not having direct experience in corporate management, he will draw on his extensive professional experience and insight, which he obtained as the Superintendent General of the Metropolitan Police Department and the Secretary-General, Nuclear Regulation Agency, Nuclear Regulation Authority, for the management of the Company. The Company expects that he will be able to contribute to the enhancement of corporate governance and to the monitoring and supervision of the management of the Company overall.</p>	1,136
2	Akira Genma (August 1, 1934)  (Reappointment, Outside, Independent)	<p>April 1959      Joined Shiseido Company, Limited</p> <p>June 1997      President Director, Shiseido Company, Limited</p> <p>June 2001      Representative Director, Corporate Officer &amp; Chairman, Shiseido Company, Limited</p> <p>June 2003      Advisor, Shiseido Company, Limited</p> <p>April 2013      Special Advisor, Shiseido Company, Limited (incumbent)</p> <p>June 2015      Member of the Board who is a Member of the Audit and Supervisory Committee of the Company (incumbent)</p> <p><b>Significant concurrent positions</b> Special Advisor, Shiseido Company, Limited Audit and Supervisory Board Member, TV Asahi Corporation Director, KONAMI HOLDINGS CORPORATION</p> <p><b>Reason for election and summary of expected roles</b> Mr. Akira Genma was selected as a candidate for Outside Member of the Board because the Company believes that, in the management of the Company, he will draw on his professional experience and insight having served as the head of the Shiseido Group that enhanced its corporate value integrally connected to life and culture. In light of the creativity and diversity that will be required of the media going forward, the Company expects that he will be able to contribute to the enhancement of corporate governance and to the monitoring and supervision of the management of the Company overall.</p>	1,736

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	Katsumi Sasaki (September 27, 1962)  (New appointment)	<p>April 1987      Joined the Company June 2012      General Manager, Human Resources Division April 2014      General Manager, Human Resources Division, TV Asahi Corporation July 2014      General Manager, Corporate Strategy Division of the Company (incumbent) General Manager, Corporate Strategy Division, TV Asahi Corporation (incumbent)</p> <p><b>Reason for election</b> Mr. Katsumi Sasaki was selected as a candidate for Member of the Board because he has his extensive experience, accomplishments and deep insight mainly in the human resources and corporate strategy fields, etc., through serving as General Manager of Human Resources Division and as General Manager of Corporate Strategy Division of the Company and TV Asahi Corporation. The Company, therefore, believes that he will be able to demonstrate his abilities in the information gathering necessary for audits, and monitoring and supervision of the execution of duties of the Executive Directors and management overall.</p>	1,691
4	Sadayoshi Fujishige (January 1, 1947)  (New appointment, Outside, Independent)	<p>March 1969      Joined Lion Fat &amp; Oil Co., Ltd. March 2004      Representative Director, President, Lion Corporation January 2012      Representative Director, Chairman, Lion Corporation March 2016      Advisor, Lion Corporation March 2021      Senior Advisor, Lion Corporation (incumbent)</p> <p><b>Significant concurrent positions</b> Senior Advisor, Lion Corporation Director, SATO HOLDINGS CORPORATION Director, NITTO BOSEKI CO., LTD Chairperson, Japan Table Tennis Association Chairman, ADVERTISING COUNCIL JAPAN Chairperson, Japan Marketing Association</p> <p><b>Reason for election and summary of expected roles</b> Mr. Sadayoshi Fujishige was selected as a candidate for Outside Member of the Board because the Company believes that in the management of the Company he will draw on his professional experience and insight having served as the head of the Lion Group that enhanced its corporate value by contributing to health and hygiene from the consumers' perspective. In light of the creativity and diversity that will be required of the media going forward, the Company expects that he will be able to contribute to the enhancement of corporate governance and to the monitoring and supervision of the management of the Company overall.</p>	-
5	Keiko Miyata (August 19, 1961)  (New appointment, Outside, Independent)	<p>April 1988      Registered as attorney at law (incumbent) April 2016      Specially Appointed Professor, Komazawa University Law School (incumbent)</p> <p><b>Significant concurrent positions</b> Attorney at law, Miyata Law Office Specially Appointed Professor, Komazawa University Law School</p> <p><b>Reason for election and summary of expected roles</b> Ms. Keiko Miyata was selected as a candidate for Outside Member of the Board because the Company believes that despite not having direct experience in corporate management, she will draw on her extensive professional experience and insight, which she obtained through her various duties as a criminal defense lawyer, engaging in activities to prevent repeat offenses, etc., and also as a university professor, for the management of the Company. The Company expects that she will be able to contribute to the enhancement of corporate governance and to the monitoring and supervision of the management of the Company overall.</p>	-

(Notes)

1. There are no special interests between each candidate and the Company.
2. Messrs. Katsuhiko Ikeda, Akira Genma and Sadayoshi Fujishige, and Ms. Keiko Miyata are candidates for Outside Members of the Board. Messrs. Katsuhiko Ikeda and Akira Genma shall have served as Outside Members of the Board who are Members of the Audit and Supervisory Committee for four years and six years, respectively, at the conclusion of this Ordinary General Meeting of Stockholders.
3. Messrs. Katsuhiko Ikeda and Akira Genma are (part-time) Audit and Supervisory Board Members of TV Asahi Corporation, a wholly owned subsidiary of the Company.
4. During the past five years at the other companies where the candidates for Outside Members of the Board served as officers, etc., no incidents requiring disclosure have taken place at such companies involving violations of laws and regulations or any articles of incorporation.
5. During the terms of office of Messrs. Katsuhiko Ikeda and Akira Genma as Outside Members of the Board since they were last appointed, no incidents requiring disclosure have taken place at the Company involving violations of laws and regulations or the Articles of Incorporation.
6. None of the candidates for Outside Members of the Board is or has been in a position to execute duties or a non-executive officer for a business entity (excluding the Company's subsidiaries) that has a special relationship with the Company for the past 10 years, has plans to receive a large sum of money or other financial benefits from the Company or any business entity that has a special relationship with the Company, or has received them during the past two years from the Company or any of such entities.
7. None of the candidates for Outside Members of the Board has a spouse or relative within the third degree of relationship who is engaged in the business operations or is a non-executive officer of the Company or any business entity that has a special relationship with the Company.
8. The Company has an agreement with Messrs. Katsuhiko Ikeda and Akira Genma limiting their liability as stipulated in Article 423, Paragraph 1 of the Companies Act. Pursuant to said agreement, the liability limit shall be 10 million yen or the minimum liability amount stipulated in Article 425, Paragraph 1 of the Companies Act, whichever is higher. The Company will continue the above agreement with them if their reappointment is approved. If the appointment of Messrs. Katsumi Sasaki and Sadayoshi Fujishige and Ms. Keiko Miyata is approved, the Company will enter into the above agreement with each candidate.
9. The Company has entered into a directors and officers liability insurance agreement with an insurance company as stipulated in Article 430-3, Paragraph 1 of the Companies Act to cover legal damages and litigation expenses in the event that a claim for damages is made against the insured due to an act committed by the insured in his/her capacity as such. If the appointment of each candidate is approved, they will become insured persons under the insurance policy. The Company plans to renew the insurance policy with the same contents at the time of next renewal.
10. Messrs. Katsuhiko Ikeda and Akira Genma are independent officers pursuant to the rules of the Tokyo Stock Exchange, and the Company has notified their status as such to the Exchange. If their reappointment is approved, they will retain their status as independent officers. If the appointment of Mr. Sadayoshi Fujishige and Ms. Keiko Miyata is approved, the Company plans to notify his/her status as an independent officer to the Exchange.  
The concept regarding an independent officer prescribed by the Company is posted on the website of the Company (<https://www.tv-asahihd.co.jp/>).
11. There are no specific opinions or comments from the candidates for Outside Members of the Board regarding the matters mentioned above.

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