

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail. The Company assumes no responsibility for this translation or for direct, indirect or any other forms of damages arising from the translation.

(Stock Exchange Ticker Symbol: 5992)

May 31, 2023

(Measures for electronic provision have commenced on May 24, 2023)

To shareholders with Voting Rights:

Kenta Koide
President
Chuo Spring Co., Ltd.
68 Aza-Kamishiota, Narumicho,
Midori-ku, Nagoya, 458-8505
Japan

NOTICE OF THE 100th ORDINARY GENERAL MEETING OF SHAREHOLDERS

Dear Shareholders:

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

We hereby inform you of the 100th Ordinary General Meeting of Shareholders of Chuo Spring Co., Ltd. (the “Company”). The meeting will be held for the purposes as described below.

We have taken measures for the electronic convocation of this General Meeting of Shareholders, and the matters subject to measures for electronic convocation have been posted on the website shown below.

The Company’s website:

<https://www.chkk.co.jp/wp-content/themes/chkk/pdf/IR/download/100syosyu.pdf>

The matters are also posted on the website shown below.

The website of the Tokyo Stock Exchange:

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show>

(Please access the above website of Tokyo Stock Exchange, Inc., search for information by entering “CHUO SPRING CO., LTD.” for the issue name (company name) or “5992” for the securities code, and select “Basic information” then “Documents for public inspection/PR information” to view the matters.)

If you exercise your voting rights in writing or via internet, please review the attached Reference Documents for the Ordinary General Meeting of Shareholders and exercise your voting right by no later than the close of business hours (5:00p.m.) on Wednesday, June 14, 2023, Japan time.

Sincerely,

1. Date and Time: Thursday, June 15, 2023 at 10:00a.m. Japan Time
2. Place: Head Office, Chuo Spring Co., Ltd.
Auditorium at 3rd Floor
3. Meeting Agenda:
Matters to be reported:
 1. The Business Report, Consolidated Financial Statements for the Company’s 100th Fiscal Year (April 1, 2022 – March 31, 2023) and results of audits by the Accounting Auditor and the Audit & Supervisory Board of the Consolidated Financial Statements
 2. Non-consolidated Financial Statements for the Company’s 100th Fiscal Year (April 1, 2022 – March 31, 2023)
4. Proposals to be resolved
 - Proposal 1: Election of 5 (five) Board Members
 - Proposal 2: Election of 1 (one) Audit & Supervisory Board Member
 - Proposal 3: Election of 1 (one) Substitute Audit & Supervisory Board Member

Reference Documents for the Ordinary General Meeting of Shareholders

Proposals and References

Proposal 1. Election of five (5) Board Members due to the expiration of the term of office of all the current Board Members

The term of office of all the current board members expire at the conclusion of this 100th Ordinary General Meeting of Shareholders. Accordingly, we hereby propose that you elect five (5) board members.

The candidates for board members are as follows:

Candidate No.	Name	Brief personal history, positions and responsibilities in Company and significant concurrent positions	
1 Reappoint-ment	Kenta Koide [Date of birth] July 19, 1959 [Number of shares of the Company held] 6,822	April 1983	Joined Toyota Motor Corporation
		January 2013	President and Board Member of Toyota Peugeot Citroën Automobile Czech, s.r.o.
		January 2017	Advisor, Chuo Spring Co., Ltd.
		June 2017	Managing Officer, Member of Board, Chuo Spring Co., Ltd.
		June 2018	Senior Managing Director, Member of Board, Chuo Spring Co., Ltd.
		June 2020	Vice President, Member of Board, Chuo Spring Co., Ltd.
		June 2022	President, Member of Board, Chuo Spring Co., Ltd. (to present)
		[Positions and Responsibilities in Company] Corporate Audit Dept.	
		[Significant concurrent positions] N/A	
2 Reappoint-ment	Koji Yonekura [Date of birth] August 31, 1964 [Number of shares of the Company held] 2,020	April 1987	Joined Chuo Spring Co., Ltd.
		January 2016	General Manager, Sales Division, Chuo Spring Co., Ltd.
		June 2018	Executive Officer, Chuo Spring Co., Ltd.
		April 2019	President PT. Chuhatsu Indonesia
		February 2022	Executive Officer, Purchasing Division, Chuo Spring Co., Ltd.
		April 2022	Executive Officer, Purchasing and Sales Division, Chuo Spring Co., Ltd.
		June 2022	Director, Member of Board, Purchasing and Sales Division, Chuo Spring Co., Ltd. (to present)
		[Positions and Responsibilities in Company] Purchasing and Sales Division	
		[Significant concurrent positions] Chairman, Chuhatsu Factory Co., Ltd.	

Candidate No.	Name	Brief personal history, positions and responsibilities in Company and significant concurrent positions		
3 Reappoint-ment	Fumiki Yazawa [Date of birth] June 2, 1965 [Number of shares of the Company held] 0	April 1989	Joined Toyota Motor Corporation	
		January 2007	Toyota Motor Manufacturing, Alabama Inc.	
		January 2011	GM Fund Control Office, Accounting Division, Toyota Motor Corporation	
		January 2013	Toyota Peugeot Citroën Automobile Czech, s.r.o.	
		January 2019	General Manager of Corporate Planning Department, Chuo Spring Co., Ltd.	
		April 2021	Executive Officer, General Manager of Corporate Planning Department, Chuo Spring Co., Ltd.	
		June 2022	Director, Member of Board, General Manager of Corporate Planning Department, Chuo Spring Co., Ltd. (to present)	
		[Positions and Responsibilities in Company] Corporate Management Division Corporate Planning Department		
		[Significant concurrent positions] Chairman, Xiaogan Chuhatsu Lioho Automotive Components Co., Ltd.		
5 Reappoint-ment Outside Independent	Kana Yasuda [Date of birth] April 10, 1969 [Number of shares of the Company held] 2,000	November 1993	Joined Century Audit Corporation (currently Ernst & Young ShinNihon LLC)	
		April 1997	Registered as certified public accountant	
		March 2000	Established Yasuda Certified Public Accountant Office	
			President of Yasuda Certified Public Accountant Office (to present)	
		September 2009	Outside Auditor, Shinpo Co., Ltd.	
		May 2010	Outside Auditor, SUGI Holdings Co., Ltd. (to present)	
		June 2016	Outside Director, GEO Holdings Corporation (to present)	
		June 2019	Outside Director, Chuo Spring Co., Ltd. (to present)	
		June 2019	Outside Director, KONDOTEC Inc.	
		June 2020	Director, (Audit and Supervisory Committee member), KONDOTEC Inc. (to present)	
		September 2021	Outside Director, The Monogatari Corporation (to present)	
			[Significant concurrent positions] President of Yasuda Certified Public Accountant Office Outside Auditor, SUGI Holdings Co., Ltd. Outside Director, GEO Holdings Corporation Director, (Audit and Supervisory Committee member), KONDOTEC Inc. Outside Director, The Monogatari Corporation	
			[Reasons for nomination as an outside member of the Board of Director candidate] The reason for nominating Ms. Kana Yasuda a candidate for outside director is that she possesses extensive knowledge as a certified public accountant and a tax accountant through her experience as Director of Yasuda Accounting Office. Accordingly, for three years as an independent outside director, she has been providing useful instructions and opinions from a professional viewpoint of our management, particularly finance and tax affairs, and we have judged that she will continue to be able to perform appropriate guidance for the decision-making of the Board of Directors.	

Candidate No.	Name	Brief personal history, positions and responsibilities in Company and significant concurrent positions	
6 Reappointment Outside Independent	Mitsuko Yamamoto	March 1983	Joined Womanstaff Co. Ltd.
	[Date of birth]	April 1985	Director of Womanstaff Co., Ltd., General Manager, Sales Division
	January 1, 1957	September 1998	Senior Managing Director of Womanstaff Co., Ltd.
[Number of shares of the Company held]	July 2016	July 2017	Womanstaff Co. Ltd. was merged with Tempstaff Co., Ltd.
0	July 2019	July 2019	Director, Managing Officer of Tempstaff Co., Ltd.
	July 2020	July 2020	Tempstaff Co., Ltd. changed its name to Persol Tempstaff Co. Ltd.
	June 2021	June 2021	Director of Persol Tempstaff Co. Ltd.
			Advisor (full-time) of Persol Tempstaff Co. Ltd. (to present)
			Outside Director, Chuo Spring Co., Ltd. (to present)
		[Significant concurrent positions]	
		Advisor (full-time) of Persol Tempstaff Co. Ltd.	
		Auditor, Meijo University	
		Director, (Audit and Supervisory Committee member), Aica Kogyo Company, Limited	
	[Reasons for nomination as an outside member of the Board of Director candidate]		
	The reason for nominating Ms. Mitsuko Yamamoto a candidate for outside director is that she has many years of experience in management, particularly extensive knowledge of labor management at Persol Tempstaff Co., Ltd.		
	Accordingly, as an independent outside director, we have judged that she will be able to provide us useful opinions and guidance from a professional and objective viewpoint, particularly personnel and labor affairs, and that she will continue to be able to perform appropriate guidance for the decision-making of the Board of Directors.		

- (Notes)
1. There are no special interests between Company and candidates for Board Members.
 2. Company has entered into agreements with Ms. Kana Yasuda and Ms. Mitsuko Yamamoto to limit their liability under Article 423, paragraph 1 of Company Act of Japan to two million forty thousand Japanese Yen (JPY2,400,000.-) or to maximum amount stipulated in Act whichever higher. If the election of Ms. Kana Yasuda and Ms. Mitsuko Yamamoto is resolved, Company will continue to enter into said agreements with each of them.
 3. Company has entered into a directors' liability insurance agreement as stipulated in Article 430, paragraph 3.1 of the Companies Act of Japan with an insurance company. The insurance policy covers damages, court costs, etc. that may result from the insured being liable for the performance of their duties in the capacity of their offices. The insurance premiums are fully borne by Company and the agreement names all Members of the Board of Directors as insured persons if their election is resolved. Company plans to renew such agreement with resolution of Board Meeting during their term of offices.
 4. Ms. Mitsuko Yamamoto's name in the family register is Ms. Mitsuko Ando.
 5. The following is notes as to candidates of outside Board Members
 - (1) Ms. Kana Yasuda and Ms. Mitsuko Yamamoto are candidates for outside Board Members. Company has registered them with the Tokyo Stock Exchange and Nagoya Stock Exchange as Independent Board Members in accordance with the rules of each Stock Exchange.
 - (2) Ms. Kana Yasuda is nominated as outside Board Member as Company believes that she will be able to perform her role with her distinguished knowledge and experience as certified public accountant and tax accountant and to apply her excellent insight to the management of the Company.
 - (3) At the conclusion of this Ordinary General Meeting of Shareholders, the term of her office as outside Board Member will have been three (4) years.
 - (4) Ms. Mitsuko Yamamoto is nominated as outside Board Member as Company believes that she will be able to perform her role with her distinguished knowledge and experience in management of labor, human resource and staffing service and to apply her excellent insight to the management of the Company.
 - (3) At the conclusion of this Ordinary General Meeting of Shareholders, the term of her office as outside Board Member will have been one (2) year.

Proposal 2. Election of 1 (one) Audit & Supervisory Board Member

At the conclusion of this General Meeting of Shareholders, Audit & Supervisory Board Member, Mr. Yoshihito Kondo will resign from his position. Accordingly, we hereby propose that you elect one (1) Audit & Supervisory Board Member and the candidate is as follows:

In addition, Mr. Jun'ya Shimizu will be elected to fill the vacancy of Mr. Yoshihito Kondo and in accordance with the provisions of the Company's Articles of Incorporation, his term of office shall be up to the expiry of the original term of office of the retiring Audit & Supervisory Board Member.

Audit & Supervisory Board has given its prior consent to this proposal.

Candidate No.	Name	Brief personal history, positions in Company and significant concurrent positions	
1	Jun'ya Shimizu	April 1998	Joined Toyota Motor Company
New appoint- ment	[Date of birth] September 5, 1974	January 2000	Toyota South Africa Motors
		January 2011	Operations Management. Consulting Division, Toyota Motor Company
		January 2018	Manager, Purchasing Planning Div., Innovation Production Office Toyota Motor Company
Outside	[Number of shares of the Company held] N/A	June 2010	General Manager, Project Promotion/Body Parts Purchasing Div., Purchasing Group, Toyota Motor Company (to present)
		[Significant concurrent positions] External Auditor, FTS Co., Ltd. External Auditor, Central Motor Wheel Co., Ltd.	

- (Notes)
1. There are no special interests between Company and candidate for Audit & Supervisory Board Members.
 2. If the election of Mr. Jun'ya Shimizu is resolved, Company will enter into an agreement with Mr. Jun'ya Shimizu to limit his liability under Article 423, paragraph 1 of Company Law to two million four hundred thousand Japanese Yen (JPY2,400,000.-) or to the maximum amount stipulated in law whichever is higher.
 3. Company has entered into a directors' liability insurance agreement as stipulated in Article 430, paragraph 3.1 of the Companies Act of Japan with an insurance company. The insurance policy covers damages, court costs, etc. that may result from the insured being liable for the performance of their duties in the capacity of their offices. The insurance premiums are fully borne by Company and the agreement names all Members of the Audit & Supervisory Board Members as insured persons if his election is resolved. Company plans to renew such agreement with resolution of Board Meeting during his term of office.
 4. The following are notes as to candidates of outside Audit & Supervisory Board Members
 - (1) Mr. Jun'ya Shimizu is a candidate for outside Audit & Supervisory Board Member.
 - (2) Mr. Jun'ya Shimizu has been nominated as an outside Audit & Supervisory Board Member as Company believes that he will be able to perform his role with their distinguished knowledge and experience as a management member of Toyota Motor and apply his excellent insights to the management of Company.

Proposal 3. Election of 1 (one) Substitute Audit & Supervisory Board Member

In order to be prepared in the event that Company lacks the number of Audit & Supervisory Board Members and it becomes less than that required by laws, we hereby propose that 1(one) Substitute Audit and Supervisory Board Member be elected. The candidate is as below:

Audit & Supervisory Board has given its prior consent to this proposal.

Candidate Name	Brief personal history and positions in Company and significant concurrent positions	
<p>Akihiro Inagaki</p> <p>[Date of birth] March 11, 1961</p> <p>[Number of shares of the Company held] 3,900</p>	<p>April 1983 October 2008 June 2015 June 2018 June 2019 October 2021 April 2022 June 2022</p>	<p>Joined Chuo Spring Co., Ltd. General Manager, Purchasing Div., Chuo Spring Co., Ltd. Officer, Chuo Spring Co., Ltd. Managing Officer, Chuo Spring Co., Ltd. Senior Managing Director, Member of Board, Chuo Spring Co., Ltd. Officer, Member of the Board, Chuo Spring Co., Ltd. Executive director, Member of the Board, Chuo Spring Co., Ltd. President Chuhatsu Hanbai Co., Ltd. (to present)</p>
		<p>[Significant concurrent positions] President Reelex Co., Ltd.</p>

- (Notes)
1. There are no special interests between Company and candidate for Substitute Audit & Supervisory Board Members.
 2. If Mr. Akihiro Inagaki assumes his office of Audit & Supervisory Board Member, Company will enter into an agreement with Mr. Akihiro Inagaki to limit his liability under Article 423, paragraph 1 of Company Law to two million four hundred thousand Japanese Yen (JPY2,400,000.-) or to the maximum amount stipulated in law whichever is higher.
 3. Company has entered into a directors' liability insurance agreement as stipulated in Article 430, paragraph 3.1 of the Companies Act of Japan with an insurance company. The insurance policy covers damages, court costs, etc. that may result from the insured being liable for the performance of their duties in the capacity of their offices. The insurance premiums are fully borne by Company and the agreement names all Members of the Audit & Supervisory Board Members as insured persons if Mr. Akihiro Inagaki assumes his office of Audit & Supervisory Board Member. Company plans to renew such agreement with resolution of Board Meeting during his term of office.