Note: This document is an English translation of a part of the original "Notice of the 113th Annual General Meeting of Shareholders" in Japanese. This translation is provided for your convenience only, and the Company does not assume any responsibility as to the accuracy or the completeness of the translation. Should there be any discrepancy between the original Japanese version and the translation, the original Japanese version shall prevail.

(Securities Code: 6371)

June 7, 2022

To Those Shareholders with Voting Rights:

Kenji Kose President & Representative Director Tsubakimoto Chain Co. 3-3-3, Nakanoshima, Kita-ku, Osaka 530-0005 Japan

NOTICE OF THE 113TH ANNUAL GENERAL MEETING OF SHAREHOLDERS

We are pleased to announce that the 113th Annual General Meeting of Shareholders of Tsubakimoto Chain Co. (the "Company") will be held as described below.

We will be holding this General Meeting of Shareholders while implementing measures required to prevent further spread of COVID-19; however, in consideration of the current situation, we encourage you to exercise your voting right either in writing or online, etc. in advance and refrain from attending the General Meeting of Shareholders in person, regardless of your state of health. Should you choose to exercise your voting right online, please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting right by 5:30 p.m. on Tuesday, June 28, 2022, Japan time.

1. Date and Time: Wednesday, June 29, 2022 at 10:00 a.m. Japan time (Reception will open at 9:00

a.m.)

2. Place: "Hō S" Function Room (2F) at Hotel New Otani Osaka

1-4-1 Shiromi, Chuo-ku, Osaka

3. Purpose of the Meeting:

Matters to be reported: 1. Business Report, Consolidated Financial Statements for the 112th Fiscal Year

(April 1, 2021 - March 31, 2022) and the results of audits of the Consolidated Financial Statements by independent auditors and the Audit & Supervisory

Board

2. Non-Consolidated Financial Statements for the 112th Fiscal Year (April 1,

2021 - March 31, 2022)

Matters to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Partial Amendments to the Articles of Incorporation

Proposal 3: Election of Six (6) Directors

Proposal 4: Election of One (1) Substitute Audit & Supervisory Board Member

Exercising Voting Right

Recommended

Exercise of Voting Right in Writing

Please indicate your vote for or against each of the proposals on the enclosed Voting Rights Exercise Form and ensure it reaches us before the deadline as follows.

Voting deadline: 5:30 p.m. on Tuesday, June 28, 2022, Japan time

Recommended

Exercise of Voting Right Online, etc.

Please check Page 5 of the "Guide to Exercise of Voting Rights Online, etc." (Japanese version only), access the voting website, and indicate your vote for or against each of the proposals before the deadline as follows.

Voting deadline: 5:30 p.m. on Tuesday, June 28, 2022, Japan time

- If you vote both in writing and online, etc., your vote submitted online, etc. will be treated as the valid one.
- If you vote multiple times online, etc., your last vote will be treated as the valid one.

If you are attending the meeting

If you will be attending the meeting, please submit the enclosed Voting Rights Exercise Form at the reception desk on the day of the meeting.

Date and time of the meeting: Wednesday, June 29, 2022 at 10:00 a.m. Japan time (Reception will open at 9:00 a.m.)

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- O Please bring this Notice to the meeting with you to conserve resources.
- Depending on the spread of COVID-19 up until the day of the General Meeting of Shareholders and/or announcements the government and the like may release, if there arises a need where the Company has to inform the shareholders in advance of matters regarding the execution of the General Meeting of Shareholders, the Company will post the information on its website (https://www.tsubakimoto.jp/ir/stock/meeting/).
- ◎ In accordance with the provisions of laws and regulations as well as Article 16 of the Company's Articles of Incorporation, the "Consolidated Statements of Changes in Shareholders' Equity" and "Notes to Consolidated Financial Statements" from the Consolidated Financial Statements, as well as the "Statement of Changes in Shareholders' Equity" and "Notes to Non-consolidated Financial Statements" from the Non-consolidated Financial Statements, are posted on the Company's website (https://www.tsubakimoto.jp/ir/stock/meeting/) and are not provided in this Notice. These statements and notes constitute a portion of the items audited by the Audit & Supervisory Board Members and the independent auditors when preparing their respective audit reports.
- © Should the Reference Documents for the General Meeting of Shareholders, the Business Report and the Consolidated and Non-consolidated Financial Statements require revisions, the revised versions will be posted on the Company's website (https://www.tsubakimoto.jp/ir/stock/meeting/).
- © Shareholders who wish to exercise their voting right by proxy may do so by designating a shareholder with voting right and having him/her attend the General Meeting of Shareholders as a proxy. Please note, however, that such proxy will be required to present a document evidencing the proxy's power of representation.

Reference Documents for the General Meeting of Shareholders

Proposals and References

Proposal 1: Appropriation of Surplus

The Company considers the return of profits to shareholders as one of its most important management objectives.

In allocating profits, the Company's fundamental policy is to provide dividends that reflect its consolidated performance based on the perspective of pursuing shareholder-oriented management, and the Company aims for a consolidated payout ratio of 30% while comprehensively considering the status of funds, financial conditions, and other factors.

In accordance with this policy, the Company proposes to pay a year-end dividend of 70 yen per share for the current fiscal year under review, in light of its consolidated performance.

Combined with the interim dividend of 50 yen per share, the annual dividend will be 120 yen per share. Internal reserves will mainly be earmarked for measures to strengthen the Company's financial position and future business development.

1. Matters related to year-end dividend

- (1) Matters concerning the allotment of dividend property to shareholders and total amount thereof70 yen for each share of common stock2,591,278,620 yen in total
- (2) Effective date of dividend from surplus June 30, 2022

2. Matters regarding appropriation of surplus

- (1) Item and the amount of surplus to be decreased

 Retained earnings brought forward 3,500,000,000 yen
- (2) Item and the amount of surplus to be increased

General reserve 3,500,000,000 yen

Proposal 2: Partial Amendments to the Articles of Incorporation

1. Reasons for the proposal

The system for electronic provision of materials for general meetings of shareholders stipulated in the proviso of Article 1 of the supplementary provisions of the "Act Partially Amending the Companies Act" (Act No. 70 of 2019) will be enforced on September 1, 2022. Accordingly, the Articles of Incorporation of the Company shall be amended to newly provide that information contained in the Reference Documents for the General Meeting of Shareholders, etc. shall be provided electronically and that the Company may limit the scope of matters to be included in the paper copy to be sent to shareholders who have requested it.

The provisions relating to the internet disclosure and deemed provision of the Reference Documents for the General Meeting of Shareholders, etc. will become unnecessary and will therefore be deleted, and supplementary provisions related to the effective date, etc. shall be established.

2. Details of amendments

The details of the amendments are as follows.

(Amended parts are underlined.) Current Articles of Incorporation Proposed Amendments (Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, Etc.) Article 16 The Company may, when <Deleted> convening a general meeting of shareholders, deem that it has provided information to shareholders pertaining to matters to be described or indicated in the Reference Documents for the General Meeting of Shareholders, business report, non-consolidated financial statements, and consolidated financial statements, by disclosing such information through the internet in accordance with the provisions provided in the Ordinance of the Ministry of Justice (Measures for Electronic Provision, Etc.) <Newly established> Article 16 The Company shall, when convening a General Meeting of Shareholders, provide information contained in the Reference Documents for the General Meeting of Shareholders, etc. electronically. 2. Among the matters to be provided electronically, the Company may choose not to include all or part of the matters stipulated in the Ordinance of the Ministry of Justice in the paper copy to be sent to shareholders who have requested it by the record date for voting rights (Supplementary provisions) <Newly established> The deletion of Article 16 (Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, Etc.) of the current Articles of Incorporation and the new establishment of Article 16 (Measures for Electronic Provision, Etc.) of the amended Articles of Incorporation shall come into effect on September 1, 2022.

Current Articles of Incorporation	Proposed Amendments
	2. Notwithstanding the provisions of the preceding paragraph, Article 16 (Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, Etc.) of the current Articles of Incorporation shall remain in force with respect
	to a General Meeting of Shareholders to be held up until the end of February 2023. 3. These supplementary provisions shall be deleted on March 1, 2023 or after the lapse of three months from the date of the General Meeting of Shareholders set forth in the preceding paragraph, whichever is later.

Proposal 3: Election of Six (6) Directors

The terms of office of all six (6) Directors will expire at the conclusion of this General Meeting of Shareholders. In addition, Director Yasushi Ohara retired from his position at the time of his death on April 12, 2022. Accordingly, the Company proposes the election of six (6) Directors, including three (3) Outside Directors. The candidates are as follows:

No.	Na	me	Gender	Current Position	Attendance at Board of Directors' meetings during FY2021
1	Kenji Kose [Reappointment]		Male	President & Representative Director; Chief Operations Officer (COO)	100% (15 out of 15 meetings)
2	Takatoshi Kimura [Reappointment]		Male	Director	100% (11 out of 11 meetings)
3	Masaki Miyaji [New appointment]		Male	Senior Executive Officer Mobility Operations	-
4	[Reappointment] Shuji Abe [Outside] [Independent]		Male	Director	100% (15 out of 15 meetings)
5	Keiichi Ando	[Reappointment] [Outside] [Independent]	Male	Director	100% (15 out of 15 meetings)
6	Hisae Kitayama	[Reappointment] [Outside] [Independent]	Female	Director	100% (15 out of 15 meetings)

Note: Attendance of Mr. Takatoshi Kimura is counted for the Board of Directors' meetings held after he assumed office as Director on June 29, 2021.

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Kenji Kose May 9, 1958 Reappointment	April 1977 June 2013 Executive Officer, the Company June 2015 Senior Executive Officer, the Company April 2017 General Manager, Chain Manufacturing Division; Plant Manager, Kyotanabe Plant, the Company June 2017 Director and Senior Executive Officer, the Company April 2018 In charge of Chain Operations, the Company June 2018 Director and Managing Executive Officer, the Company June 2019 Director, the Company June 2021 President & Representative Director; Chief Operations Officer (COO), the Company (present) [Reasons for nomination as candidate for Director] Mr. Kose has served as Representative Director since June 2021 and has deformulated strategy and supervised management of the Group. He I demonstrated his management skills in business expansion and in enhancementerprise value, utilizing his versatile wealth of experience in manufacturine engineering, product development and so on. As he possesses comprehens judgment with respect to overall management of the Group, the Compandeems that he is apt for the role of the Company's Director and re-nomina him as a candidate for Director.	nas ng ng, ve ny

No.	Name (Date of birth)		Number of shares of the Company held	
2	Takatoshi Kimura January 18, 1961 Reappointment	management of	2,032	
3	Masaki Miyaji March 3, 1962 New appointment	team. Given that he possesses comprehensive judgment with respect to overall management of the Group, the Company deems that he is apt for the role of the Company's Director and re-nominates him as a candidate for Director. April 1984 Joined the Company April 2008 General Manager, Manufacturing Department, Automotive Parts Division, the Company April 2012 In charge of Global Manufacturing, Automotive Parts Division, the Company In charge of Global Manufacturing, Global Automotive Parts Division, Global Automotive Parts Headquarters and Plant Manager, Saitama Plant Manager, Saitama Plant June 2018 Senior Executive Officer, the Company (present); General Manager, Automotive Parts Division, in charge of Automotive Parts Operations; Plant Manager, Saitama Plant; and Plant Manager, Hyogo Plant April 2020 Senior Executive Officer, the Company In charge of Automotive Parts Operations April 2021 Senior Executive Officer, the Company In charge of Mobility Operations (present) [Significant concurrent positions] Director, TSUBAKIMOTO AUTOMOTIVE (SHANGHAI) CO., LTD. Director, TSUBAKIMOTO AUTOMOTIVE (THAILAND) CO., LTD. Director, TSUBAKIMOTO AUTOMOTIVE (THAILAND) CO., LTD. Reasons for nomination as candidate for Director Since joining the Company, Mr. Miyaji has demonstrated his skills in the mobility operations (former automotive parts) business, primarily in manufacturing and technical fields. He has helped expand the Company's global business and demonstrated leadership as the head of a business division with respect to overall management of the Group, the Company deems that he is apt for the role of the Company's Director and nominates him as a candidate		1,724

No.	Name (Date of birth)		Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	Shuji Abe February 3, 1944 Reappointment Outside Independent	expected roles] Mr. Abe posses manufacturing o providing releva areas of technol Company deems from an objectiv for Outside Dire		0
5	Keiichi Ando November 5, 1951 Reappointment Outside Independent	Outside Direc Outside Direc Certain Transporter Company's markets	Director and Senior Managing Executive Officer, Sumitomo Mitsui Banking Corporation Representative Director, Deputy President, and Executive Officer, Sumitomo Mitsui Banking Corporation Retired from the post of Representative Director, Deputy President, and Executive Officer, Sumitomo Mitsui Banking Corporation Representative Director, President, NEW KANSAI INTERNATIONAL AIRPORT COMPANY, LTD. Representative Director, President, and CEO, NEW KANSAI INTERNATIONAL AIRPORT COMPANY, LTD. Retired from the post of Representative Director, President, and CEO, NEW KANSAI INTERNATIONAL AIRPORT COMPANY, LTD. Representative Director and President, GINSEN CO., LTD. Outside Director, the Company (present) Retired from the post of Representative Director and President, GINSEN CO., LTD. current positions] tor, Shionogi & Co., Ltd. tor, DAIHEN Corporation omination as candidate for Outside Director and overview of sesses a wealth of knowledge and experience as executive officer stitution, etc., and has duly supervised management, such as by ant and precise advice in the fields of finance and governance. the Company deems that he will continue to supervise the magement from an objective and neutral standpoint and resis a candidate for Outside Director.	0

No.	Name (Date of birth)	Past experience, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
6	Hisae Kitayama August 30, 1957 Reappointment Outside Independent	October 1982 Joined Asahi Accounting Company (now KPMG AZSA LLC) March 1986 Registered as a Certified Public Accountant May 1999 Partner, Asahi Accounting Company (now KPMG AZSA LLC) July 2013 Managing Executive Director, KPMG AZSA LLC June 2019 Chair, Kinki Chapter of Japanese Institute of Certified Public Accountants(present) July 2019 Senior Executive Director, KPMG AZSA LLC July 2019 Deputy Chair, Japanese Institute of Certified Public Accountants (present) June 2020 Retired from the post of Senior Executive Director, KPMG AZSA LLC Outside Director, the Company (present) July 2020 Established Kitayama Public Accounting Office Representative (present) [Significant concurrent positions] * Representative, Kitayama Public Accounting Office, Public Certified Accountant * Deputy Chair, Japanese Institute of Certified Public Accountants and Chair, Kinki Chapter * Outside Director, EBARA CORPORATION [Reasons for nomination as candidate for Outside Director and overview of expected roles] With a wealth of experience at auditing firms as a certified public accountant, Ms. Kitayama possesses a high level of expertise in corporate accounting, and has duly supervised management, such as by providing relevant and precise advice in the fields of finance and accounting. Going forward, the Company deems that she will supervise the Company's management from an objective and neutral standpoint and re-nominates her as a candidate for Outside Director.	0

Notes:

- 1. No special interests exist between the candidates and the Company.
- In nominating each candidate, the Voluntary Nomination and Remuneration Committee, of which majority is composed of
 Outside Directors, first reviews and selects the candidates for the Board of Directors, and then the Board of Directors elects
 the final candidate.
- 3. Pursuant to the provisions of Article 430-3, Paragraph 1 of the Companies Act, the Company has entered into a directors and officers liability insurance agreement with an insurance company to cover damages that may arise due to the insured Directors assuming responsibility for the execution of their duties or receipt of claims related to the pursuit of such responsibility. If the candidates assume office as Director, they will be covered by the insurance agreement, which will be renewed during their terms of office.
- 4. At the conclusion of this General Meeting of Shareholders, Mr. Shuji Abe, Mr. Keiichi Ando and Ms. Hisae Kitayama will have served as Outside Director of the Company for 9 years, 5 years and 2 years respectively.
- 5. Pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company has entered into agreements with Mr. Shuji Abe, Mr. Keiichi Ando and Ms. Hisae Kitayama to limit their liability for damages as provided in Article 423, Paragraph 1 of the Companies Act. The limit of liability under these agreements is the amount stipulated by laws and regulations. Should their appointments be approved as proposed, the Company plans to continue said agreements with them.
- 6. The Company has designated Mr. Shuji Abe, Mr. Keiichi Ando and Ms. Hisae Kitayama as Independent Officers as stipulated by the Tokyo Stock Exchange. Should their appointments be approved as proposed, the Company plans to continue to designate them as Independent Officers.

Proposal 4: Election of One (1) Substitute Audit & Supervisory Board Member

The advance election of one (1) Substitute Audit & Supervisory Board Member is proposed to provide for a shortfall in the number of Audit & Supervisory Board Members prescribed by laws and regulations. The Audit & Supervisory Board has given its consent to this proposal. The candidate is as follows:

Name		Past experience, positions	Number of shares of the	
(Date of birth)	and significant concurrent positions			
Koji Hayashi September 18, 1959	Corporation, A Outside Direct ELECTRIC M Vice Presiden [Reasons for nom Board Member] Mr. Hayashi posse his many years of aptly carry out the an expert's view reasons stated a	e Partner and Head, Kobe Kyobashi Legal Profession	held	

Notes:

- 1. No special interests exist between the candidate and the Company.
- 2. Pursuant to the provisions of Article 430-3, Paragraph 1 of the Companies Act, the Company has entered into a directors and officers liability insurance agreement with an insurance company to cover damages that may arise due to the insured Audit & Supervisory Board Members assuming responsibility for the execution of their duties or receipt of claims related to the pursuit of such responsibility. If the candidate assumes office as Audit & Supervisory Board Member, he will be covered by the insurance agreement, which will be renewed during his term of office.
- 3. If Mr. Koji Hayashi is elected as Outside Audit & Supervisory Board Member, pursuant to the provisions of Article 427, Paragraph 1 of the Companies Act, the Company will enter into an agreement with him to limit his liability for damages as provided in Article 423, Paragraph 1 of the Companies Act. The limit of liability under this agreement is the amount stipulated by laws and regulations.
- 4. At TEIKOKU ELECTRIC MFG. CO., LTD., where Mr. Koji Hayashi is currently serving as Outside Director (Audit and Supervisory Committee Member), inappropriate actions relating to performance testing of the company's products was discovered in June 2021. Mr. Hayashi was not aware of that fact until it was discovered, but, once the situation was revealed, he made recommendations regarding measures for preventing a reoccurrence as the chair of the internal investigation committee.
- 5. In the event Mr. Koji Hayashi is elected as per this proposal and assumes the office of Outside Audit & Supervisory Board Member, the Company shall appoint him as an Independent Officer as stipulated by the Tokyo Stock Exchange.

Reference: Composition of Directors and Audit & Supervisory Board Members (if each candidate is appointed by the General Meeting of Shareholders)

Skill Matrix for Individual Officers

Name	Position and responsibility in the Company	Corporate management	Global experience	Technology / development / production	Sales / marketing	Finance / accounting	Legal affairs / compliance	Risk management
Kenji Kose	Chairman & Representative Director; Chief Executive Officer (CEO)	0		0	0			
Takatoshi Kimura	President & Representative Director; Chief Operations Officer (COO)	0	0		0			
Masaki Miyaji	Director	0	0	0				
Shuji Abe	Director	0	0	0				
Keiichi Ando	Director	0	0			0		
Hisae Kitayama	Director	0				0		0
Koji Tanaka	Full-time Audit & Supervisory Board Member						0	0
Kazuya Kawasaki	Full-time Audit & Supervisory Board Member		0			0		
Shozo Seki	Audit & Supervisory Board Member		0				0	0
Hidefumi Naito	Audit & Supervisory Board Member		0				0	0

^{*}The above table is not an exhaustive representation of each person's individual skills, but rather show up to three of each individual's main skills.