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Securities Code: 8253

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To Our Shareholders with Voting Rights

Katsumi Mizuno  
Representative, Executive President and COO  
**Credit Saison Co., Ltd.**  
1-1, Higashi-Ikebukuro 3-chome, Toshima-ku, Tokyo

## NOTICE OF THE 73RD ORDINARY GENERAL MEETING OF SHAREHOLDERS

You are cordially invited to attend the 73rd Ordinary General Meeting of Shareholders of Credit Saison Co., Ltd. (the “Company”) to be held as stated below.

In convening this General Meeting of Shareholders, the Company has taken measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and has posted the information on each of the following websites. Please access any of the websites to view the information.

The Company’s website:

<https://corporate.saisoncard.co.jp/ir/meeting/> (in Japanese)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/8253/teiji/> (in Japanese)

TSE website (Listed Company Search):

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

Access the TSE website by using the Internet address shown above, enter “Credit Saison” in “Issue name (company name)” or the Company’s securities code “8253” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”

If you are unable to attend the meeting, you can exercise your voting rights either via the Internet or in writing (by postal mail). Please exercise your voting rights by 5 p.m. on Tuesday, June 20, 2023 (JST) after considering the “REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS.”

**1. Date and Time:** Wednesday, June 21, 2023 at 10 a.m. (JST)

**2. Place:** Providence Hall, 2nd Floor, Tokyo Prince Hotel  
3-1, Shiba-Koen 3-chome, Minato-ku, Tokyo

### 3. Agenda of the Meeting:

#### Matters for reporting:

1. Business Report, Consolidated Financial Statements, and results of audits by Accounting Auditor and the Audit & Supervisory Board on the Consolidated Financial Statements for the 73rd Fiscal Year (from April 1, 2022 to March 31, 2023)
2. Non-consolidated Financial Statements for the 73rd Fiscal Year (from April 1, 2022 to March 31, 2023)

**Matters for resolution:**

- Proposal No. 1:** Appropriation of Surplus
- Proposal No. 2:** Partial Amendment to the Articles of Incorporation
- Proposal No. 3:** Election of Twelve (12) Directors
- Proposal No. 4:** Election of Three (3) Audit & Supervisory Board Members
- Proposal No. 5:** Election of One (1) Substitute Audit & Supervisory Board Member

**4. Matters Related to the Exercise of Voting Rights**

- (1) If you exercise your voting rights both via the Internet and in writing (by postal mail), only the vote via the Internet will be counted as valid.
- (2) If you exercise your voting rights via the Internet multiple times, only the final vote will be counted as valid.
- (3) If you do not indicate “Approval,” “Disapproval” or “Abstention” for each of the proposals when exercising your voting rights in advance in writing (by postal mail), you will be deemed to have approved the proposal.
- (4) If you wish to exercise your voting rights by proxy at the meeting, another one (1) shareholder of the Company with voting rights in the meeting can attend the meeting as a proxy upon the submission of a document certifying the right of proxy.

**5. Other Matters Related to This Notice:**

- With the enforcement of the system for providing informational materials for general meeting of shareholders in electronic format due to the revision of the Companies Act, shareholders’ access to the informational materials for the general meeting of shareholders has been changed from print media to the website-viewing in principle.
- In the event of any modification to the matters for which measures for providing information in electronic format are to be taken, a notice will be posted on each of the aforementioned websites, wherein the matters both before and after the modification are stated.
- Paper-based documents stating matters for which measures for providing information in electronic format are to be taken are sent to shareholders who have requested the delivery of paper-based documents, however, those documents do not include the following matters in accordance with the provisions of laws and regulations and Article 16 of the Company’s Articles of Incorporation.

- (1) “The Systems to Ensure Appropriate Operations” and “Outline of the Situation Concerning the Operation of the Systems to Ensure Appropriate Operations” from the Business Report
- (2) “Consolidated Statement of Changes in Equity” and “Notes to Consolidated Financial Statements” from the Consolidated Financial Statements
- (3) “Non-consolidated Statement of Changes in Equity” and “Notes to Non-consolidated Financial Statements” from the Non-consolidated Financial Statements

Accordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements included in this document are part of the documents audited by the Accounting Auditor and by the Audit & Supervisory Board Members in preparing the Report of Financial Audit and the Report of Audit, respectively.

The Notice of Resolutions for this General Meeting of Shareholders will be posted on the Company’s website (<https://corporate.saisoncard.co.jp/ir/meeting/>) (in Japanese).

## REFERENCE DOCUMENTS FOR THE GENERAL MEETING OF SHAREHOLDERS

### Proposals and References

#### Proposal No. 1: Appropriation of Surplus

In order to maximize the shareholder value through strengthening the business structure, the Company has decided to offer appropriate, stable and continuous distributions of dividends to the shareholders while maintaining certain amount of internal reserve.

In consideration of the above, and in consideration of the trends in the results for the current fiscal year and the future business environment, the Company proposes to distribute the year-end dividend for the 73rd Fiscal Year and other appropriations of surplus as follows.

#### 1. Matters relating to year-end dividends

##### (1) Type of dividend property

Cash

##### (2) Matters on the allotment of dividend property and the total amount thereof

The Company proposes to pay ¥70 of dividends per share of common stock of the Company to the shareholders.

Thus, the total of the dividends to be paid will be ¥10,948,444,780.

(Reference) The year-end dividend will increase by ¥15 per share from the previous fiscal year.

##### (3) Effective date of dividends from surplus

June 22, 2023

#### 2. Matters relating to the appropriation of other retained earnings

##### (1) Retained earnings item to be increased and the amount of increase

General reserve	¥19,000,000,000
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##### (2) Retained earnings item to be decreased and the amount of decrease

Retained earnings brought forward	¥19,000,000,000
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**Proposal No. 2:** Partial Amendment to the Articles of Incorporation

1. Reasons for the Proposals

In order to respond to the diversification of our business activities, we propose to add a new purpose to Article 2 (Purpose) of the current Articles of Incorporation.

2. Contents of the amendment

Details of the changes are as follows.

(Underlined sections indicate the changes.)

Current Articles of Incorporation	Planned Amendments
<p>CHAPTER I GENERAL PROVISIONS</p> <p>(Purpose) Article 2</p> <p>The purpose of the Company shall be to engage in the following businesses:</p> <p>1. - 24. (Omitted)</p> <p>25. Financial instruments intermediary business</p> <p>26. - 31. (Omitted)</p>	<p>CHAPTER I GENERAL PROVISIONS</p> <p>(Purpose) Article 2</p> <p>The purpose of the Company shall be to engage in the following businesses:</p> <p>1. - 24. (Unchanged)</p> <p>25. <u>Financial instruments business and</u> financial instruments intermediary business</p> <p>26. - 31. (Unchanged)</p>

**Proposal No. 3:** Election of Twelve (12) Directors

The terms of office of all nine (9) Directors will expire at the conclusion of this meeting. Therefore, to strengthen the management system, the number of Directors will be increased by three (3), and the Company proposes the election of twelve (12) Directors including four (4) Outside Directors (four (4) Independent Outside Directors).

Of the candidates for Director, Kosuke Kato is an additional member for the purpose of smoothly promoting the business alliance with Suruga Bank Ltd. (hereinafter “Suruga Bank”) based on a capital and business alliance agreement (hereinafter “Alliance Agreement”) concluded on May 18, 2023 between the Company and Suruga Bank. Under the Alliance Agreement, for the purpose of increasing the effectiveness of this business alliance, it is planned that the Company shall subscribe to a third-party allotment of shares of Suruga Bank by a disposal of that bank’s treasury shares and also the Company shall conduct a disposal of its treasury shares through a third-party allotment with Suruga Bank as the allottee. Mr. Kato’s appointment shall only come into effect upon the condition that payment for the disposal of treasury shares via third-party allotment, which was resolved at the Company’s Board of Directors meeting held on May 18, 2023, to Suruga Bank has been completed and the effective date of payment (scheduled date is July 3, 2023) has arrived. For details of the business alliance between the Company and Suruga Bank and the respective third-party allotments mentioned above based on the Alliance Agreement, please see the news release “Notice Regarding Capital and Business Alliance Between Credit Saison Co., Ltd. and Suruga Bank Ltd.” announced on the Company’s website (<https://corporate.saisoncard.co.jp/newsrelease/>) on May 18, 2023.

The Nomination & Remuneration Committee, of which Independent Outside Directors constitute the majority, deliberates on the selection of candidates for Directors, and the Board of Directors makes the decision.

The candidates for Director are as follows:

No.	Name	Gender	Title	Area of Responsibility	Candidate Attributes	Number of Board of Directors Meetings Attended during the Current Fiscal Year
1	Hiroshi Rinno	Male	Representative, Chairman and CEO	Corporate strategy, branding, comprehensive life services group strategy	Reelection	20 / 20
2	Katsumi Mizuno	Male	Representative, Executive President and COO	Overall management execution, global strategy Head of Corporate Planning Dept., Finance Division	Reelection	20 / 20
3	Naoki Takahashi	Male	Representative, Executive Vice President and CHO	Special assignments, finance group strategy Head of Public Relations Office, Audit Office	Reelection	20 / 20
4	Yoshiaki Miura	Male	Director, Senior Managing Executive Officer	Processing & Operation strategy Head of General Affairs Dept., Credit Division, Corporate Risk Management Dept., In charge of Leasing Business Dept.	Reelection	20 / 20

No.	Name	Gender	Title	Area of Responsibility	Candidate Attributes	Number of Board of Directors Meetings Attended during the Current Fiscal Year
5	Kazutoshi Ono	Male	Director, Senior Managing Executive Officer and CDO, CTO	Group-wide DX strategy, Why SAISON strategy Head of CSDX Development Dept., Customer Success Division	Reelection	20 / 20
6	Kosuke Mori	Male	Director, Senior Managing Executive Officer	Overall Global Business execution Head of Global Business Division	Reelection	17 / 17
7	Naoki Nakayama	Male	Managing Executive Officer	General Manager, Finance Division	New candidate	—
8	Kosuke Kato	Male	—	—	New candidate	—
9	Naoki Togashi	Male	Director	—	Reelection Outside Independent	20 / 20
10	Nana Otsuki	Female	Director	—	Reelection Outside Independent	20 / 20
11	Hitoshi Yokokura	Male	Director	—	Reelection Outside Independent	20 / 20
12	Eiji Sakaguchi	Male	—	—	New candidate Outside Independent	—


Candidate for Director to be reelected (Reelection)


Candidate for Director to be newly elected (New candidate)

Candidate for Outside Director (Outside)


Independent officer as defined by the securities exchange, etc. (Independent)


(Note) Since Kosuke Mori was newly elected as Director at the 72nd Ordinary General Meeting of Shareholders held on June 22, 2022, his attendance numbers are different from those of other Directors.


No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
1	 <p>Hiroshi Rinno (August 5, 1942) (80 years old)</p> <p>Reelection</p>	<p>Apr. 1965    Joined The Seibu Department Stores, Ltd. (Present Sogo &amp; Seibu Co., Ltd.)</p> <p>Mar. 1982    Joined Credit Saison Co., Ltd., General Manager, Credit Business Planning Department</p> <p>Apr. 1983    Director</p> <p>Apr. 1985    Managing Director</p> <p>June 1995    Senior Managing Director</p> <p>June 1999    Representative, Senior Managing Director</p> <p>June 2000    President and CEO</p> <p>June 2003    Outside Director, Resona Bank, Ltd. Outside Director, Resona Holdings, Inc.</p> <p>Mar. 2019    Representative, Chairman and CEO*</p>	109,358
<p>[Reason for selection as a candidate for Director]</p> <p>He has accumulated extensive experience in and broad insight into the payment business, the Company's core business. In addition, he has been President and CEO since 2000 and has shown strong leadership under the corporate philosophy of a "leading-edge service company," contributing to the growth of the Company. He also has a track record of implementing a number of innovative products and services, leading strategic planning and branding. The Company believes that he is an appropriate person to help transform itself into a comprehensive life services group and enhance its corporate value sustainably, and has selected him ongoingly as a candidate for Director.</p>			


No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
2	 <p>Katsumi Mizuno (August 15, 1969) (53 years old)</p> <p>Reelection</p>	<p>Apr. 1992      Joined Credit Saison Co., Ltd.</p> <p>Mar. 2005      General Manager, Saison Card Department</p> <p>Sept. 2007      General Manager, UC Card Department</p> <p>Mar. 2010      General Manager, Solution Department No. 2</p> <p>Oct. 2012      General Manager, Business Planning Department and Product &amp; Service Development Group</p> <p>Mar. 2013      General Manager, Credit Card Division, General Manager, Overseas Business Division and General Manager, Overseas Business Strategy Department</p> <p>June 2013      Director General Manager, Overseas Business Division and General Manager, Overseas Business Strategy Department</p> <p>Mar. 2015      General Manager, Overseas Business Division</p> <p>Mar. 2016      Managing Director</p> <p>Mar. 2019      General Manager, Payment Business Division</p> <p>Mar. 2020      Managing Director, Managing Executive Officer</p> <p>June 2020      Director, Senior Managing Executive Officer</p> <p>Mar. 2021      Representative, Executive President and COO* General Manager, Payment Business Division</p> <p>&lt;Significant concurrent positions outside the Company&gt; Director of Kisetsu Saison Finance (India) Pvt. Ltd. Director of Fintertech Co., Ltd. Director of Saison International Pte. Ltd.</p>	26,825
<p>[Reason for selection as a candidate for Director]</p> <p>He has been involved in the sales planning of the payment business, the Company's core business, over many years, accumulating extensive experience in and broad insight into sales and marketing. He has a track record of leading the Company's global strategy in recent years, implementing its entry into sharply growing overseas markets, and contributing to the dramatic growth of the Company's overseas business. The Company believes that he is an appropriate person to enhance its corporate value sustainably, and has selected him ongoingly as a candidate for Director.</p>			





No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
3	 <p>Naoki Takahashi (August 5, 1950) (72 years old)</p> <p>Reelection</p>	<p>Apr. 1974    Joined The Fuji Bank, Limited (Present Mizuho Financial Group, Inc.)</p> <p>Apr. 2003    Executive Officer, General Manager, Osaka Corporate Banking Division No. 2 of Mizuho Corporate Bank, Ltd. (Present Mizuho Bank, Ltd.)</p> <p>Apr. 2004    Managing Executive Officer, Business Executive Officer of Mizuho Corporate Bank, Ltd.</p> <p>Apr. 2005    Joined Credit Saison Co., Ltd. as Advisor</p> <p>June 2005    Managing Director</p> <p>Mar. 2007    General Manager, Business Strategy Division</p> <p>Mar. 2010    Senior Managing Director</p> <p>Mar. 2011    Representative, Senior Managing Director</p> <p>Mar. 2012    General Manager, Credit Division</p> <p>Mar. 2016    Representative, Executive Vice President</p> <p>Mar. 2020    Representative, Executive Vice President and CHO*</p>	38,795
<p>[Reason for selection as a candidate for Director] He has been head of the Company's corporate departments, possessing broad insight into and extensive experience in the promotion of the strategies of the Group as a whole. In recent years, he has also contributed to the promotion of diversity, equity, and inclusion as the head of the Strategic Human Resources Department and CHO. The Company believes that he is an appropriate person to enhance its corporate value sustainably, and has selected him ongoingly as a candidate for Director.</p>			


No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
4	 <p>Yoshiaki Miura (September 2, 1966) (56 years old)</p> <p>Reelection</p>	<p>Apr. 1990      Joined Credit Saison Co., Ltd.</p> <p>Oct. 2001      General Manager, Kanagawa Branch</p> <p>Oct. 2006      Executive Vice President and Representative Director, Shizugin Saison Card Co., Ltd.</p> <p>Mar. 2011      General Manager, Internet Strategic Planning Department</p> <p>Mar. 2013      General Manager, Internet Business Division and Internet Strategic Planning Department</p> <p>Mar. 2015      General Manager, Internet Business Division and Business Incubation Department</p> <p>Mar. 2016      General Manager, Internet Business Division</p> <p>June 2016      Director</p> <p>Mar. 2018      Managing Director General Manager, Sales Development Division</p> <p>Oct. 2019      General Manager, Payment Business Division</p> <p>Mar. 2020      Managing Director, Managing Executive Officer</p> <p>June 2020      Director, Senior Managing Executive Officer*</p> <p>&lt;Significant concurrent positions outside the Company&gt; Director of IDEMITSU CREDIT CO., LTD. Director of Shizugin Saison Card Co., Ltd.</p>	15,643
<p>[Reason for selection as a candidate for Director]</p> <p>He has been involved mainly in launching the Company's joint card businesses and developing digital services, and he has extensive experience in and broad insight into the development of new businesses and the promotion of digital operations. In recent years, he was head of the Credit Division and the Processing Business Division, and has a proven track record of achieving comprehensive credit enhancement and expansion of the payment business. The Company believes that he is an appropriate person to enhance its corporate value sustainably, and has selected him ongoingly as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
5	 <p>Kazutoshi Ono (August 6, 1976) (46 years old)</p> <p>Reelection</p>	<p>Apr. 1999    Joined Sun Microsystems (Present Oracle Corporation)</p> <p>Oct. 2000    President, APPRESSO Co., Ltd. (Present Saison Information Systems Co., Ltd.)</p> <p>Dec. 2003    Representative, Executive Vice President</p> <p>July 2013    Adviser, Saison Information Systems Co., Ltd.</p> <p>Sept. 2013    President, APPRESSO Co., Ltd. (Present Saison Information Systems Co., Ltd.)</p> <p>June 2015    Member of the Board, Saison Information Systems Co., Ltd.</p> <p>Apr. 2016    Managing Director, General Manager, Technovation Center</p> <p>Apr. 2018    General Manager, Product Development Center</p> <p>Mar. 2019    Joined Credit Saison Co., Ltd. as CTO, General Manager, Technology Center</p> <p>June 2019    Director</p> <p>Mar. 2020    Director, Managing Executive Officer CTO, General Manager, Digital Innovation Division and General Manager, Technology Center</p> <p>June 2020    Managing Executive Officer</p> <p>Mar. 2021    Senior Managing Executive Officer and CTO, CIO General Manager, Digital Innovation Division, General Manager, IT Strategy Department, Technology Center</p> <p>June 2021    Director, Senior Managing Executive Officer and CTO, CIO</p> <p>Mar. 2022    General Manager, CSDX Development Department, Technology Center</p> <p>Mar. 2023    Director, Senior Managing Executive Officer and CDO, CTO*</p> <p>&lt;Significant concurrent positions outside the Company&gt; Director of Motionpicture Co., Ltd.</p>	9,687
<p>[Reason for selection as a candidate for Director] He has mainly promoted company-wide digitalization at the Company using advanced technologies and led the Company's further business development as the CTO and CIO, backed by his extensive experience in IT management. The Company believes that he is an appropriate person to enhance its corporate value sustainably, and has selected him ongoingly as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
6	 <p>Kosuke Mori (May 30, 1977) (46 years old)</p> <p>Reelection</p>	<p>Apr. 2000    Joined The Industrial Bank of Japan, Limited. (Present Mizuho Financial Group, Inc.)</p> <p>Nov. 2006    President, Fillmore Advisory, Inc.</p> <p>July 2013    Joined Credit Saison Co., Ltd.</p> <p>Mar. 2020    Executive Officer General Manager, Global Business Division, General Manager with Global Business Division (in charge of India business)</p> <p>June 2020    Managing Executive Officer</p> <p>Mar. 2021    Senior Managing Executive Officer General Manager, Global Business Division</p> <p>Aug. 2021    General Manager, Global Business Division, General Manager, Global Business Division (in charge of India business)</p> <p>June 2022    Director, Senior Managing Executive Officer*</p> <p>&lt;Significant concurrent positions outside the Company&gt; Director of Kisetsu Saison Finance (India) Pvt. Ltd. Managing Director, CEO of Saison International Pte. Ltd. Director of Saison Capital Pte. Ltd. Director of Julo Holdings Pte. Ltd. Chairman of the Members' Council of HD SAISON Finance Company Limited Director of Saison Omni India Pvt. Ltd. Director of Saison Crypto Pte. Ltd. Officer of Credit Saison Brazil Participações Sociedade Limitada President of CAPRI ACELERADORA S.A. DE C.V., SOFOM, E.N.R. Director of Saison Investment Management Pte. Ltd.</p>	0
<p>[Reason for selection as a candidate for Director]</p> <p>He has experience as an entrepreneur in the field of financial research and has developed growth markets at the Company, mainly in Asian countries, and has demonstrated management executive skills in laying the foundation for medium- to long-term global strategies and expanding business areas as the representative of the Singapore headquarters. With his track record of achieving financial inclusion, the Company believes that he is an appropriate person to enhance its corporate value sustainably, and has selected him ongoingly as a candidate for Director.</p>			

No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
7	 <p>Naoki Nakayama (June 13, 1965) (58 years old)</p> <p>New candidate</p>	<p>Apr. 1989    Joined SHIMIZU CORPORATION</p> <p>Oct. 2002    Joined Morgan Stanley Properties Japan, K.K. (Present Morgan Stanley Capital K.K.)</p> <p>Jan. 2007    Vice President, Morgan Stanley Japan Securities (Present Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.)</p> <p>Feb. 2012    Managing Director, Octave Japan Co., Ltd.</p> <p>Oct. 2014    Joined Credit Saison Co., Ltd.</p> <p>Mar. 2016    General Manager, Finance Planning Department</p> <p>Mar. 2018    General Manager, Rent Guarantee Group, Finance Business Department</p> <p>Mar. 2019    General Manager, Finance Business Department and General Manager, Structured Finance Group, Finance Business Department</p> <p>Mar. 2020    Executive Officer</p> <p>Mar. 2021    Managing Executive Officer* General Manager, Finance Business Department</p> <p>Mar. 2022    General Manager, Finance Division, General Manager, Structured Finance Department, and General Manager, Wealth Management Group, Finance Planning Department</p> <p>June 2022    General Manager, Finance Division*</p> <p>&lt;Significant concurrent positions outside the Company&gt; Director of Saison Realty Co., Ltd. Director of Saison Fundex Corporation</p>	3,231
<p>[Reason for selection as a candidate for Director]</p> <p>Based on his extensive experience in and broad insight into finance, he has promoted the strengthening of corporate sales capabilities and structured finance as General Manager of the Company's Finance Division. With his track record of developing new product channels and new products for high net worth individuals based on real estate financing, the Company has judged him to be an appropriate candidate for the position of Director for the purpose of enhancing the Company's sustainable corporate value and has selected him as a candidate for Director.</p>			


No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
8	 <p>Kosuke Kato (March 15, 1966) (57 years old)  New candidate</p>	<p>Apr. 1989    Joined Nippon Life Insurance Company Mar. 1997    Joined Boston Consulting Group July 2003    Partner Jan. 2010    Senior Partner &amp; Managing Director Oct. 2013    Vice President, American Family Life Assurance Company of Columbus (Present Aflac Life Insurance Japan Ltd.) Jan. 2016    Senior Vice President Aug. 2018    Chief Executive Officer, AEGON Sony Life Insurance Co., Ltd. (Present Sony Life Insurance Co., Ltd.) June 2020    Representative Director and Vice President, Suruga Bank Ltd.*</p> <p>&lt;Significant concurrent positions outside the Company&gt; Representative Director and Vice President of Suruga Bank Ltd.</p>	0
<p>[Reason for selection as a candidate for Director] As a person with experience of the operations of Suruga Bank and as a director of a listed company, he has extensive experience in and broad insight into corporate management. The Company expects him to utilize this insight to provide supervision, advice, etc. from a professional perspective mainly with respect to management strategies. In addition, the Company has deemed that inviting him, who is Representative Director and Vice President of Suruga Bank, with which the Company entered into a capital and business alliance on May 18, 2023, will further deepen collaboration between the two parties and contribute greatly to the creation of new financial services by the two parties, and has selected him as a candidate for Director. Note that the Company concluded the Alliance Agreement with Suruga Bank, at which he serves as Representative Director and Vice President, on May 18, 2023, for the purpose of increasing the effectiveness of the business alliance between the two parties, it is planned that Suruga Bank will hold about 5% of the Company's shares and the Company will hold about 15.7% of Suruga Bank's shares by way of each party mutually conducting a disposal of treasury shares. His appointment as Director is conditional upon the aforementioned disposals of treasury shares taking effect.</p>			


No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
9	 <p>Naoki Togashi (October 24, 1960) (62 years old)</p> <p>Reelection Outside Independent</p>	<p>Apr. 1984      Joined The Bank of Japan</p> <p>Jan. 1999      President, Future Financial Strategy Corp. (Present Future Corporation)</p> <p>Apr. 2007      Trustee, Japan Association of Corporate Executives*</p> <p>June 2010      Japan Representative Partner, Oliver Wyman Group</p> <p>Mar. 2011      Outside Director, Nikko Asset Management Co., Ltd.</p> <p>June 2014      Outside Director, NAGAHORI CORPORATION*</p> <p>Apr. 2017      Representative Director, Japan Representative Partner, Oliver Wyman Group</p> <p>June 2017      Outside Director, Credit Saison Co., Ltd.*</p> <p>Dec. 2020      Japan Representative Partner, Oliver Wyman Group</p> <p>Apr. 2021      Senior Advisor, Oliver Wyman Group</p> <p>May 2021      Retired as Senior Advisor</p> <p>June 2022      Representative Director Partner, TG Partners Inc.*</p> <p>&lt;Significant concurrent positions outside the Company&gt; Trustee of Japan Association of Corporate Executives Outside Director of NAGAHORI CORPORATION Representative Director Partner of TG Partners Inc.</p>	0
<p>[Reason for selection as a candidate for Outside Director and expected roles] He has been involved in strategic consulting in a broad financial area in Japan and abroad as a management consultant. He has extensive experience in and broad insight into corporate management. The Company expects him to utilize his insight to provide supervision and advice mainly on management strategies and overseas business from a professional perspective. Based on his expertise and business activities, the Company believes that he can provide useful advice and guidance on its management from his objective and neutral stance, and has selected him ongoingly as a candidate for Outside Director. If he is elected, he will participate in the selection of candidates for Directors of the Company and the formulation of policies for remuneration, etc. for Directors from an objective and neutral stance as a member of the Nomination &amp; Remuneration Committee.</p> <p>[Matters concerning independence] The Company has submitted notification to Tokyo Stock Exchange that Naoki Togashi has been appointed as an independent director/auditor as stipulated by the aforementioned exchange. If he is reelected and assumes office as Director, the Company will continue his registration as an independent director/auditor. He serves as Representative Director Partner at TG Partners Inc., which has no special relationship with the Company. Moreover, he is an outside director of NAGAHORI CORPORATION, which has no special relationship with the Company. Therefore, the Company has judged that his independence is sufficiently secured. He serves as Outside Director of the Company and the term of office will be six (6) years upon the conclusion of this General Meeting of Shareholders.</p>			

No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
10	 <p>Nana Otsuki (September 17, 1964) (58 years old)</p> <p>Reelection Outside Independent</p>	<p>Apr. 1988    Joined Mitsui Trust and Banking Company, Limited (Present Sumitomo Mitsui Trust Bank, Limited)</p> <p>Nov. 1993    Retired from Mitsui Trust and Banking Company, Limited</p> <p>Jan. 2000    Head, Credit Rating Team for Financial Institutions in Japan and South Korea, Standard and Poor's Ratings Japan K.K. (Present S&amp;P Global Ratings Japan Inc.)</p> <p>Dec. 2005    Managing Director, Research Division, UBS Securities Japan Co., Ltd.</p> <p>June 2011    Managing Director, Head, Finance and Domestic Demand-Related Sector, Research Division, Merrill Lynch Japan Securities Co., Ltd. (Present BofA Securities, Inc.)</p> <p>Sept. 2015    Professor, Faculty of Economics, Nagoya University of Commerce and Business</p> <p>Jan. 2016    Executive Officer, Monex, Inc.</p> <p>June 2017    Outside Director, Credit Saison Co., Ltd.*</p> <p>Apr. 2018    Professor, Nagoya University of Commerce and Business Graduate School*</p> <p>                Visiting Professor, Faculty of International Politics and Economics, Nishogakusha University</p> <p>June 2018    Outside Audit &amp; Supervisory Board Member, Tokio Marine Holdings, Inc.*</p> <p>Sept. 2019    Trustee, Nishogakusha Educational Corporation*</p> <p>Apr. 2021    Expert Director, Monex, Inc.</p> <p>June 2021    Outside Director, Mochida Pharmaceutical Co., Ltd.*</p> <p>Aug. 2022    Retired as Expert Director, Monex, Inc.</p> <p>Sept. 2022    Senior Fellow, Pictet Asset Management (Japan) Ltd.*</p> <p>Mar. 2023    Retired as Visiting Professor, Faculty of International Politics and Economics, Nishogakusha University</p> <p>&lt;Significant concurrent positions outside the Company&gt; Professor of Nagoya University of Commerce and Business Graduate School Outside Audit &amp; Supervisory Board Member of Tokio Marine Holdings, Inc. Trustee of Nishogakusha Educational Corporation Outside Director of Mochida Pharmaceutical Co., Ltd. Senior Fellow of Pictet Asset Management (Japan) Ltd.</p>	0



No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
		<p>[Reason for selection as a candidate for Outside Director and expected roles]</p> <p>As an analyst for many years at domestic and foreign financial institutions, she has extensive experience and broad insight in analyzing financial markets, etc. in Japan and abroad. The Company expects that she will use this insight to provide supervision, advice, etc. mainly with respect to funding and risk management of the Company from a professional perspective. Although she has not been directly involved in corporate management, based on her expertise and business activities, the Company believes that she can provide useful advice and guidance on its management from her objective and neutral stance, and has selected her ongoingly as a candidate for Outside Director. If she is elected, she will participate in the selection of candidates for Directors of the Company and the formulation of policies for remuneration, etc. for Directors from an objective and neutral stance as a member of the Nomination &amp; Remuneration Committee.</p> <p>[Matters concerning independence]</p> <p>The Company has submitted notification to Tokyo Stock Exchange that Nana Otsuki has been appointed as an independent director/auditor as stipulated by the aforementioned exchange. If she is reelected and assumes office as Director, the Company will continue her registration as an independent director/auditor. She retired from the position of Expert Director from Monex, Inc. on August 31, 2022, and she retired from the position of visiting professor at the Faculty of International Politics and Economics at Nishogakusha University on March 31, 2023. Although there is a corporate credit card issuance transaction, etc., between Monex, Inc. and the Company, the annual transaction amount is less than 0.1% of the Company's consolidated transaction volume, and Nishogakusha University has no special relationship with the Company. She serves as professor at Nagoya University of Commerce and Business Graduate School and as trustee at Nishogakusha Educational Corporation, but the Company has no special relationship with the graduate school or the educational corporation. Moreover, she is an outside Director of Mochida Pharmaceuticals Co., Ltd., which has no special relationship with the Company. Therefore, the Company has judged that her independence is sufficiently secured. She serves as Outside Director of the Company and the term of office will be six (6) years upon the conclusion of this General Meeting of Shareholders.</p>	

No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
11	 <p>Hitoshi Yokokura (May 30, 1969) (54 years old)</p> <p>Reelection Outside Independent</p>	<p>Apr. 1992    Joined Asahi Shinwa &amp; Co. (Present KPMG AZSA LLC)</p> <p>Mar. 1995    Registered as certified public accountant</p> <p>Jan. 2002    Established Yokokura CPA Office</p> <p>Dec. 2007    Admitted to Japanese Bar, Tokyo Bar Association Joined Bingham, Sakai Mimura Aizawa (Present Anderson Mori &amp; Tomotsune)</p> <p>Apr. 2014    Attorney at law, Waseda Legal Commons, LPC (Partner)*</p> <p>July 2017    Auditor, Minori Audit Corporation</p> <p>June 2020    Outside Director, Credit Saison Co., Ltd.*</p> <p>July 2021    Outside Audit &amp; Supervisory Board Member, Ito En, Ltd.*</p> <p>Aug. 2022    Retired as Auditor, Minori Audit Corporation</p> <p>&lt;Significant concurrent positions outside the Company&gt; Attorney at law of Waseda Legal Commons, LPC (Partner) Outside Audit &amp; Supervisory Board Member of Ito En, Ltd.</p>	0
<p>[Reason for selection as a candidate for Outside Director and expected roles] As a certified public accountant and an attorney, he has a high level of specialized knowledge and extensive experience in financial, accounting and legal affairs. As such, the Company expects him to utilize this insight and provide supervision, advice, etc. from a professional perspective regarding accounting, legal matters, etc. Although he has not been directly involved in corporate management, based on his expertise and business activities, the Company believes that he can provide useful advice and guidance on its management from his objective and neutral stance, and has selected him as a candidate for Outside Director. If he is elected, he will participate in the selection of candidates for Directors of the Company and the formulation of policies for remuneration, etc. for Directors from an objective and neutral stance as a member of the Nomination &amp; Remuneration Committee.</p> <p>[Matters concerning independence] The Company has submitted notification to Tokyo Stock Exchange that Hitoshi Yokokura has been appointed as an independent director/auditor as stipulated by the aforementioned exchange. If he is reelected and assumes office as Director, the Company will continue his registration as an independent director/auditor. Although there is a corporate credit card issuance transaction between Waseda Legal Commons, LPC, where he serves as an attorney at law (Partner), and the Company, the annual transaction amount is less than 0.1% of the Company's consolidated transaction volume. Therefore, the Company has judged that his independence is sufficiently secured. He serves as Outside Director of the Company and the term of office will be three (3) years upon the conclusion of this General Meeting of Shareholders.</p>			

No.	Name (Date of birth)	Career summary, title and area of responsibility in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
12	 Eiji Sakaguchi (October 31, 1966) (56 years old)  New candidate Outside Independent	Apr. 1989    Joined Mitsui Fudosan Co., Ltd. Aug. 2000    Joined Credit Suisse First Boston (Present Credit Suisse) June 2001    Joined Morgan Stanley Japan Securities (Present Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.) Dec. 2005    Managing Director, Investment Banking Division, Head of Real Estate Group Oct. 2016    Representative Director, President & CEO, CBRE K.K.* <Significant concurrent positions outside the Company> Representative Director, President & CEO of CBRE K.K.	0
	<p>[Reason for selection as a candidate for Outside Director and expected roles]  Through his work experience as Representative Director, President &amp; CEO of CBRE K.K. and as a general manager in charge of investment bank services for the real estate sector at an overseas financial institution, he has extensive experience in and broad insight into the real estate business. As such, the Company expects him to utilize this insight and provide supervision, advice, etc. from a professional perspective mainly with respect to the real estate business, structured finance, and M&amp;A. Based on his expertise and business activities, the Company believes that he can provide useful advice and guidance on its management from his objective and neutral stance, and has selected him as a candidate for Outside Director.</p> <p>[Matters concerning independence]  Upon approval of the election of Eiji Sakaguchi, the Company plans to register him as an independent director/auditor with Tokyo Stock Exchange as he satisfies the requirements for an independent director/auditor stipulated by the aforementioned exchange. Although there is a corporate credit card issuance transaction, etc. between CBRE K.K., where he serves as Representative Director, President &amp; CEO, and the Company, the annual transaction amount is less than 0.1% of the Company's consolidated transaction volume. Therefore, the Company has judged that his independence is sufficiently secured.</p>		


- Notes:
1. Special interests between the candidates and the Company  
Other than those mentioned above, no special interests exist between the above candidates for Director and the Company. Note that Kosuke Kato serves as Representative Director and Vice President of Suruga Bank which will become a specified associated business operator (associate) of the Company after the acquisition of Suruga Bank's shares based on the Alliance Agreement, and that between the Company and Suruga Bank various transactions are conducted, including financing transactions, issuance of affiliated cards, and assignment of claims concerning asset formation loans. However, each of the transaction amounts is less than 0.1% of the Company's consolidated total assets balance, consolidated net revenue or consolidated transaction volume.
  2. Naoki Togashi, Nana Otsuki, Hitoshi Yokokura, and Eiji Sakaguchi are candidates for Outside Director.
  3. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has concluded an agreement with Naoki Togashi, Nana Otsuki and Hitoshi Yokokura, limiting their liability for damages under Article 423, paragraph (1) of the Act. The maximum amount of liability for damages under this agreement is the amount provided for under Article 425, paragraph (1) of the Act. If their reelection is approved, the Company intends to continue the same liability limitation agreements with them. In addition, if the election of Kosuke Kato and Eiji Sakaguchi is approved, the Company intends to conclude the same liability limitation agreements with them.
  4. The Company has concluded a directors and officers liability insurance agreement, as specified by Article 430-3, paragraph (1) of the Companies Act, with all Directors as the insured. If this proposal is approved and adopted in its original form and each candidate is elected to the position of Director, each candidate will be included as the insured under this insurance policy. Such insurance policy will cover damages and legal expenses incurred by the insured as a result of claims for damages arising out of acts committed by the insured in connection with actions related to their duties for the company. However, there are certain reasons for coverage exclusion, such as cases where such actions are carried out with the understanding that their conduct violates laws and regulations. The insurance premiums for the policy and all added special clauses are borne by the Company and no substantial insurance premium is borne by the insured. The insurance policy includes a set deductible amount, and liability up to said deductible amount is not covered. The Company plans to renew the insurance policy with the same content when the next renewal is due.


**Proposal No. 4:** Election of Three (3) Audit & Supervisory Board Members


The terms of office of all four (4) Audit & Supervisory Board Members will expire at the conclusion of this meeting. Therefore, the Company proposes the election of three (3) Audit & Supervisory Board Members. Although the number of Audit & Supervisory Board Members will be reduced by one (1), we believe that there is no risk of a decline in the supervisory function, and we believe that the effectiveness of corporate governance will continue to be ensured.

The Company has obtained approval of this proposal in advance from the Audit & Supervisory Board.

The candidates for Audit & Supervisory Board Member are as follows:

No.	Name (Date of birth)	Career summary and title in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
1	 <p>Hideo Suzuki (September 3, 1956) (66 years old)</p> <p>New candidate</p>	<p>Apr. 1980    Joined The Seibu Department Stores, Ltd. (Present Sogo &amp; Seibu Co., Ltd.)</p> <p>May 1993    Joined Credit Saison Co., Ltd.</p> <p>Mar. 1996    General Manager, Affinity Card Division</p> <p>Mar. 2002    General Manager, Finance Department</p> <p>June 2004    Director, IDEMITSU CREDIT CO., LTD.</p> <p>July 2004    Resigned from the Company</p> <p>June 2005    Managing Director, IDEMITSU CREDIT CO., LTD.</p> <p>Feb. 2006    Retired as Managing Director</p> <p>Mar. 2006    Joined Credit Saison Co., Ltd. as General Manager, Sales Division</p> <p>June 2006    Director</p> <p>Mar. 2009    Director, IDEMITSU CREDIT CO., LTD.</p> <p>Feb. 2010    Retired as Director, Credit Saison Co., Ltd.</p> <p>Mar. 2010    Representative Director and Executive Vice-president, IDEMITSU CREDIT CO., LTD.</p> <p>June 2019    Representative Director and Chairman</p> <p>June 2021    Retired as Representative Director and Chairman Audit &amp; Supervisory Board Member, JPN COLLECTION SERVICE CO., LTD.*</p> <p>Aug. 2022    Audit &amp; Supervisory Board Member, SAISON PARTNERS CO., LTD.*</p> <p>&lt;Significant concurrent positions outside the Company&gt; Audit &amp; Supervisory Board Member of JPN COLLECTION SERVICE CO., LTD. Audit &amp; Supervisory Board Member of SAISON PARTNERS CO., LTD.</p>	5,000
<p>[Reason for selection as a candidate for Audit &amp; Supervisory Board Member]</p> <p>He has been involved in management for many years, having served as General Manager of the Affinity Card Division and Director in charge of the Sales Planning Department at the Company, and as Representative Director of a credit card joint venture, which is an affiliate of the Company. Based on his extensive experience and broad insight, the Company believes that he can execute audit services in an objective and neutral manner, and has selected him as a candidate for Audit &amp; Supervisory Board Member.</p>			

No.	Name (Date of birth)	Career summary and title in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
2	 <p>Hiroaki Igawa (October 13, 1958) (64 years old)</p> <p>Reelection Outside Independent</p>	<p>Apr. 1982    Joined Ministry of Finance</p> <p>July 2004    General Manager, First Taxation Dept., Tokyo Regional Taxation Bureau</p> <p>July 2010    Director-General, Kyushu Local Finance Bureau</p> <p>May 2012    Attached to the Minister's Secretariat, Councilor, Cabinet Secretariat (Attached to the Assistant Chief Cabinet Secretary), Deputy Director, Promotion Office of Privatization of Postal Services, Deputy Director, Postal Privatization Committee</p> <p>June 2013    Director-General, Nagoya Customs</p> <p>June 2014    Auditor (Regular Employee), East Nippon Expressway Company Limited</p> <p>Nov. 2018    Adviser, Operation Planning Division, Sompo Japan Nipponkoa Insurance Inc. (Present Sompo Japan Insurance Inc.)</p> <p>June 2019    Retired as Adviser, Operation Planning Division</p> <p>Outside Audit &amp; Supervisory Board Member (Standing), Credit Saison Co., Ltd.*</p> <p>&lt;Significant concurrent positions outside the Company&gt; Audit &amp; Supervisory Board Member of Saison Fundex Corporation</p>	0
<p>[Reason for selection as a candidate for Outside Audit &amp; Supervisory Board Member] He had served in the Ministry of Finance and the National Tax Agency for many years, and served as Director-General in Finance Bureau and Customs. He possesses a wealth of experience and broad insight regarding accounting and finance. Therefore, although he has not been directly involved in corporate management, the Company believes that he can execute audit services in an objective and neutral manner, and has selected him ongoingly as a candidate for Outside Audit &amp; Supervisory Board Member.</p> <p>[Matters concerning independence] The Company has submitted notification to Tokyo Stock Exchange that Hiroaki Igawa has been appointed as an independent director/auditor as stipulated by the aforementioned exchange. If he is reelected and assumes office as Audit &amp; Supervisory Board Member, the Company will continue his registration as an independent director/auditor. He serves as Outside Audit &amp; Supervisory Board Member of the Company and the term of office will be four (4) years upon the conclusion of this General Meeting of Shareholders.</p>			

No.	Name (Date of birth)	Career summary and title in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
3	 <p>Chie Kasahara (Name on family register: Chie Fukuda) (September 15, 1968) (54 years old)</p> <p>Reelection Outside Independent</p>	<p>Apr. 2000 Registered as an attorney at law, Dai-Ichi Tokyo Bar Association</p> <p>Jan. 2008 Attorney at law (Partner), Hayabusa Asuka Law Offices</p> <p>Jan. 2010 Attorney at law (Partner), Atsumi &amp; Partners (Present Atsumi &amp; Sakai)*</p> <p>June 2015 Outside Audit &amp; Supervisory Board Member, Credit Saison Co., Ltd.*</p> <p>Jan. 2019 Attorney at law (Senior Partner), Atsumi &amp; Sakai*</p> <p>June 2019 External Audit &amp; Supervisory Board Member, Achilles Corporation</p> <p>Dec. 2020 External Audit &amp; Supervisory Board Member, MTI Ltd.*</p> <p>June 2022 External Director (Audit and Supervisory Committee Member), Achilles Corporation*</p> <p>&lt;Significant concurrent positions outside the Company&gt; Attorney at law (Senior Partner) of Atsumi &amp; Sakai External Audit &amp; Supervisory Board Member of MTI Ltd. External Director (Audit and Supervisory Committee Member) of Achilles Corporation</p>	0
<p>[Reason for selection as a candidate for Outside Audit &amp; Supervisory Board Member] She has extensive experience and broad insight as an attorney at law over many years and has played an important role in auditing the legality of the execution of duties by the Company's directors and corporate governance. Although she has not been directly involved in corporate management, the Company believes that she can execute audit services in an objective and neutral manner, and has selected her ongoingly as a candidate for Outside Audit &amp; Supervisory Board Member.</p> <p>[Matters concerning independence] The Company has submitted notification to Tokyo Stock Exchange that Chie Kasahara has been appointed as an independent director/auditor as stipulated by the aforementioned exchange. If she is reelected and assumes office as Audit &amp; Supervisory Board Member, the Company will continue her registration as an independent director/auditor. She is an attorney at law (Senior Partner) at Atsumi &amp; Sakai, which has no special relationship with the Company. Although there is a corporate credit card issuance transaction between Achilles Corporation, where she serves as External Director (Audit and Supervisory Committee Member), and the Company, the annual transaction amount is less than 0.1% of the Company's consolidated transaction volume. Therefore, the Company has judged that her independence is sufficiently secured. She serves as Outside Audit &amp; Supervisory Board Member of the Company and the term of office will be eight (8) years upon the conclusion of this General Meeting of Shareholders.</p>			

- Notes: 1. No special interests exist between the above candidates and the Company.
2. Hiroaki Igawa and Chie Kasahara are candidates for Outside Audit & Supervisory Board Member.
3. Pursuant to Article 427, paragraph (1) of the Companies Act, the Company has concluded an agreement with Hiroaki Igawa and Chie Kasahara, limiting their liability for damages under Article 423, paragraph (1) of the Act. The maximum amount of liability for damages under this agreement is the amount provided for under Article 425, paragraph (1) of the Act. If their reelection is approved, the Company intends to continue the same liability limitation agreements with them. In addition, if the election of Hideo Suzuki is approved, the Company intends to conclude the same liability limitation agreement with him.
4. The Company has concluded a directors and officers liability insurance agreement, as specified by Article 430-3, paragraph (1) of the Companies Act, with all Audit & Supervisory Board Members as the insured. If this proposal is approved and adopted in its original form and each candidate is elected to the position of Audit & Supervisory Board Member, each candidate will be included as the insured under this insurance policy. Such insurance policy will cover damages and legal expenses incurred by the insured as a result of claims for damages arising out of acts committed by the insured in connection with actions related to their duties for the company. However, there are certain reasons for coverage exclusion, such as cases where such actions are carried out with the understanding that their conduct violates laws and regulations. The insurance premiums for the policy and all added special clauses are borne by the Company and no substantial insurance premium is borne by the insured. The insurance policy includes a set deductible amount, and liability up to said deductible amount is not covered. The Company plans to renew the insurance policy with the same content when the next renewal is due.

**Proposal No. 5:** Election of One (1) Substitute Audit & Supervisory Board Member

The Company proposes the election of one (1) substitute Audit & Supervisory Board Member in case the number of Audit & Supervisory Board Members falls short of the number stipulated by laws and regulations. This election will be effective until the beginning of the next General Meeting of Shareholders. The substitute Audit & Supervisory Board Member shall assume the office on condition that the number of Audit & Supervisory Board Members falls short of the number stipulated by laws and regulations, and the term of office of the substitute Audit & Supervisory Board Member shall be the remaining term of office of the retired Audit & Supervisory Board Member, according to the Company's Articles of Incorporation. The Company has obtained approval of this proposal in advance from the Audit & Supervisory Board. The candidate for substitute Audit & Supervisory Board Member is as follows:

Name (Date of birth)	Career summary and title in the Company and significant concurrent positions outside the Company (The asterisk (*) refers to current position)	Number of shares of the Company owned
 <p>Komei Ito (September 20, 1969) (53 years old)</p> <p>New candidate Outside Independent</p>	<p>Nov. 1994      Joined Asahi &amp; Co. (Present KPMG AZSA LLC)</p> <p>Apr. 1998      Registered as certified public accountant</p> <p>July 2010      CPA (Partner), KPMG AZSA LLC</p> <p>Jan. 2016      Director, Frontier Ito Ltd.</p> <p>Aug. 2020      Representative, CPA office of Komei Ito*</p> <p>Aug. 2021      Venture Partner, The University of Tokyo Edge Capital Partners, Co., Ltd.*</p> <p>Nov. 2021      Representative Director, Frontier Ito Ltd.*</p> <p>June 2022      Vice Chairman, The Japanese Institute of Certified Public Accountants, Chiba Chapter*</p> <p>Outside Audit &amp; Supervisory Board Member, Intelligent Surfaces, Inc.*</p> <p>&lt;Significant concurrent positions outside the Company&gt;</p> <p>Representative of CPA office of Komei Ito</p> <p>Venture Partner of The University of Tokyo Edge Capital Partners, Co., Ltd.</p> <p>Representative Director of Frontier Ito Ltd.</p> <p>Vice Chairman of The Japanese Institute of Certified Public Accountants, Chiba Chapter</p> <p>Outside Audit &amp; Supervisory Board Member of Intelligent Surfaces, Inc.</p>	0
<p>[Reason for selection as a candidate for substitute Outside Audit &amp; Supervisory Board Member]</p> <p>As a certified public accountant, he has a high level of specialized knowledge of finance and accounting and experience in auditing operations in various industries, most notably the financial sector. The Company believes that he is an appropriate person to execute audit services for the Company, and selected him as a candidate for substitute Audit &amp; Supervisory Board Member. He has been directly involved in the management of a company, and the Company judges he will appropriately fulfill his duties as an Outside Audit &amp; Supervisory Board Member based on the above reasons.</p> <p>[Matters concerning independence]</p> <p>Upon approval of the election of Komei Ito and his assumption of office as an Audit &amp; Supervisory Board Member, the Company plans to register him as an independent director/auditor with Tokyo Stock Exchange as he satisfies the requirements for an independent director/auditor as stipulated by the aforementioned exchange. There is no business relationship between the Company, the CPA office of Komei Ito or Frontier Ito Ltd. Moreover, he is not directly involved in the management of The University of Tokyo Edge Capital Partners, Co., Ltd. where he serves as Venture Partner, and there is no special relationship between the Company and that company. Although there is a business relationship related to affiliated card issuing services, etc. between the Company and The Japanese Institute of Certified Public Accountants, whose Chiba Chapter he serves as Vice Chairman, the annual transaction amount is less than 0.2% of the Company's consolidated transaction volume or the institute's annual net sales. Therefore, the Company has judged that his independence is sufficiently secured.</p>		

- Notes:
1. No special interests exist between the above candidate and the Company.
  2. Komei Ito is a candidate for substitute Outside Audit & Supervisory Board Member.
  3. If Komei Ito assumes office as an Audit & Supervisory Board Member, the Company plans to conclude an agreement with him, limiting his liability for damages under Article 423, paragraph (1) of the Companies Act, pursuant to Article 427, paragraph (1) of the Act. The maximum amount of liability for damages under this agreement is the amount provided for under Article 425, paragraph (1) of the Act.

4. The Company has concluded a directors and officers liability insurance agreement, as specified by Article 430-3, paragraph (1) of the Companies Act, with all Audit & Supervisory Board Members as the insured. If this proposal is approved and adopted in its original form, and Komei Ito assumes office as an Audit & Supervisory Board Member, he will be included as the insured under this insurance policy. Such insurance policy will cover damages and legal expenses incurred by the insured as a result of claims for damages arising out of acts committed by the insured in connection with actions related to their duties for the company. However, there are certain reasons for coverage exclusion, such as cases where such actions are carried out with the understanding that their conduct violates laws and regulations. The insurance premiums for the policy and all added special clauses are borne by the Company and no substantial insurance premium is borne by the insured. The insurance policy includes a set deductible amount, and liability up to said deductible amount is not covered. The Company plans to renew the insurance policy with the same content when the next renewal is due.



(Reference) Skills Matrix for Directors and Audit & Supervisory Board Members

If Proposal 3 and Proposal 4 are approved as proposed, the composition of the Directors and Audit & Supervisory Board Members, and the main expertise and experience of each individual are as follows.

Name		Corporate manage- ment	Global	Finance and accounting	Personnel / Labor affairs	Legal affairs / Risk manage- ment	Sales / Marketing
Directors							
Hiroshi Rinno	Reelection	●	●		●		●
Katsumi Mizuno	Reelection	●	●				●
Naoki Takahashi	Reelection	●		●	●		
Yoshiaki Miura	Reelection	●				●	●
Kazutoshi Ono	Reelection	●	●				
Kosuke Mori	Reelection	●	●	●			
Naoki Nakayama	New candidate						●
Kosuke Kato	New candidate	●		●		●	●
Naoki Togashi	Reelection, Outside, Independent	●	●				●
Nana Otsuki	Reelection, Outside, Independent		●	●		●	
Hitoshi Yokokura	Reelection, Outside, Independent			●		●	
Eiji Sakaguchi	New candidate, Outside, Independent	●	●	●			●
Audit & Supervisory Board Members							
Hideo Suzuki	New candidate	●					●
Hiroaki Igawa	Reelection, Outside, Independent			●		●	
Chie Kasahara	Reelection, Outside, Independent		●			●	●

Name		Digital / IT	New business / M&A	Real estate	Finance / Loans	ESG
Directors						
Hiroshi Rinno	Reelection		●			●
Katsumi Mizuno	Reelection		●			●
Naoki Takahashi	Reelection		●		●	●
Yoshiaki Miura	Reelection	●	●			
Kazutoshi Ono	Reelection	●	●			
Kosuke Mori	Reelection	●	●			●
Naoki Nakayama	New candidate			●	●	
Kosuke Kato	New candidate	●	●		●	
Naoki Togashi	Reelection, Outside, Independent	●			●	
Nana Otsuki	Reelection, Outside, Independent			●		●
Hitoshi Yokokura	Reelection, Outside, Independent					
Eiji Sakaguchi	New candidate, Outside, Independent		●	●	●	
Audit & Supervisory Board Members						
Hideo Suzuki	New candidate					
Hiroaki Igawa	Reelection, Outside, Independent			●	●	●
Chie Kasahara	Reelection, Outside, Independent	●	●			

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.

**Consolidated Statement of Financial Position**  
(As of March 31, 2023)

(Millions of yen)

Assets		Liabilities and Equity	
Account item	Amount	Account item	Amount
<b>Assets</b>		<b>Liabilities</b>	
Cash and cash equivalents	159,671	Trade and other payables	253,329
Trade and other receivables	2,990,519	Financial guarantee liabilities	7,875
Inventories	133,247	Bonds and borrowings	2,805,175
Operational investment securities	62,521	Other financial liabilities	19,606
Investment securities	74,394	Income taxes payable	10,385
Other financial assets	20,346	Provision for point card certificates	126,023
Property, plant and equipment	28,753	Provision for loss on interest repayment	18,091
Right-of-use assets	11,044	Other provisions	1,437
Intangible assets	150,458	Deferred tax liabilities	86
Investment property	116,612	Other liabilities	54,051
Investments accounted for using equity method	89,176	<b>Total liabilities</b>	3,296,063
Deferred tax assets	41,615	<b>Equity</b>	
Other assets	16,714	<b>Equity attributable to owners of parent</b>	598,301
Assets held for sale	1,030	Share capital	75,929
<b>Total assets</b>	3,896,105	Capital surplus	83,560
		Retained earnings	481,163
		Treasury shares	(62,668)
		Other components of equity	20,317
		<b>Non-controlling interests</b>	1,739
		<b>Total equity</b>	600,041
		<b>Total liabilities and equity</b>	3,896,105

Note: Amounts of less than one million yen are omitted.

## Consolidated Statement of Profit or Loss

(From April 1, 2022 to March 31, 2023)

(Millions of yen)

Account item	Amount	
<b>Revenue</b>		
Income from the payment business	229,336	
Income from the lease business	12,048	
Income from the finance business	50,754	
Revenue from the real estate-related business	58,715	
Revenue from the entertainment business	30,807	
Finance income	877	
Total		382,540
[Of which, interest income]		[118,520]
Cost of sales		
Cost of sales for the real estate-related business	35,309	
Cost of sales for the entertainment business	24,593	
Total		59,902
<b>Net revenue</b>		<b>322,638</b>
Selling, general and administrative expenses		229,322
Impairment losses on financial assets		34,611
Finance costs		15,257
Gain arising from the derecognition of financial assets measured at amortized cost		43
Share of profit of investments accounted for using equity method		5,982
Other income		12,590
Other expenses		1,017
<b>Profit before tax</b>		<b>61,044</b>
Income tax expense		17,183
<b>Profit</b>		<b>43,861</b>

### Profit attributable to

Owners of parent		43,599
Non-controlling interests		261
<b>Profit</b>		<b>43,861</b>

### Reconciliation from profit before tax to business profit

<b>Profit before tax</b>		<b>61,044</b>
Reconciliations (Other income)		(616)
Reconciliations (Other expenses)		825
Adjustments for the application of the effective interest method to financial assets		(276)
Subtotal		(67)
<b>Business profit</b>		<b>60,977</b>

Note: Amounts of less than one million yen are omitted.

**Consolidated Statements of Changes in Equity**  
(From April 1, 2022 to March 31, 2023)

(Millions of yen)

	Equity attributable to owners of parent						Non-controlling interests	Total
	Share capital	Capital surplus	Retained earnings	Treasury shares	Other components of equity	Total		
Balance as of April 1, 2022	75,929	85,152	442,550	(62,737)	21,492	562,387	1,351	563,738
Profit			43,599			43,599	261	43,861
Other comprehensive income					2,442	2,442	22	2,464
Comprehensive income	–	–	43,599	–	2,442	46,041	283	46,325
Purchase of treasury shares				(1)		(1)		(1)
Share-based payment transactions		182		70		253	0	254
Dividends			(8,600)			(8,600)		(8,600)
Transfer from other components of equity to retained earnings			3,612		(3,612)	–		–
Obtaining of control of subsidiaries						–	100	100
Changes in ownership interest in subsidiaries		(1,774)			(4)	(1,779)	3	(1,775)
Total transactions with owners	–	(1,591)	(4,987)	69	(3,617)	(10,127)	104	(10,022)
Balance as of March 31, 2023	75,929	83,560	481,163	(62,668)	20,317	598,301	1,739	600,041

Note: Amounts of less than one million yen are omitted.

**Non-consolidated Balance Sheets**  
(As of March 31, 2023)

(Millions of yen)

Assets		Liabilities and Net assets	
Account item	Amount	Account item	Amount
<b>Current assets</b>	3,260,513	<b>Current liabilities</b>	1,256,761
Cash and deposits	120,292	Accounts payable – trade	254,702
Accounts receivable – installment	1,344,075	Short-term borrowings	251,760
Operating loans	1,106,631	Current portion of long-term borrowings	104,200
Investments in leases	262,297	Current portion of bonds payable	85,000
Operational investment securities	49,493	Commercial papers	490,000
Merchandise	1,285	Current portion of long-term loans payable under securitized borrowings	6,986
Supplies	1,215	Lease liabilities	185
Prepaid expenses	2,102	Accounts payable – other	3,445
Short-term loans receivable	436	Accrued expenses	23,324
Short-term loans receivable from subsidiaries and associates	376,792	Income taxes payable	7,608
Accounts receivable – other	24,120	Contract liabilities	5,451
Other	12,953	Deposits received	8,565
Allowance for doubtful accounts	(41,185)	Unearned revenue	1,048
<b>Non-current assets</b>	402,662	Provision for bonuses	4,008
<b>Property, plant and equipment</b>	14,400	Provision for bonuses for directors (and other officers)	77
Buildings, net	5,211	Provision for loss on interest repayment	5,665
Vehicles, net	0	Provision for loss on collecting gift tickets	130
Equipment, net	1,983	Other	4,602
Land	6,904	<b>Non-current liabilities</b>	1,924,717
Leased assets, net	255	Bonds payable	448,000
Construction in progress	46	Long-term borrowings	1,117,329
<b>Intangible assets</b>	136,105	Long-term loans payable under securitized borrowings	209,685
Leasehold interests in land	14	Lease liabilities	101
Software	133,308	Contract liabilities	1,668
Leased assets	0	Provision for loss on guarantees	7,802
Software in progress	2,516	Provision for point card certificates	126,023
Other	266	Provision for loss on interest repayment	11,124
<b>Investments and other assets</b>	252,156	Guarantee deposits received	2,260
Investment securities	68,697	Other	721
Shares of subsidiaries and associates	100,007	<b>Total liabilities</b>	3,181,479
Bonds of subsidiaries and associates	450	<b>Net assets</b>	
Investments in capital	0	<b>Shareholders' equity</b>	460,887
Investments in capital of subsidiaries and associates	9,427	<b>Share capital</b>	75,929
Long-term loans receivable	10,076	<b>Capital surplus</b>	84,017
Long-term loans receivable from subsidiaries and associates	15,879	Legal capital surplus	82,497
Long-term prepaid expenses	6,554	Other capital surplus	1,519
Guarantee deposits	2,650	<b>Retained earnings</b>	363,324
Deferred tax assets	33,490	Legal retained earnings	3,020
Other	5,428	Other retained earnings	360,304
Allowance for doubtful accounts	(506)	General reserve	308,455
<b>Deferred assets</b>	1,986	Retained earnings brought forward	51,849
Bond issuance costs	1,986	<b>Treasury shares</b>	(62,383)
		<b>Valuation and translation adjustments</b>	22,796
		Valuation difference on available-for-sale securities	22,924
		Deferred gains or losses on hedges	(128)
<b>Total assets</b>	3,665,162	<b>Total net assets</b>	483,683
		<b>Total liabilities and net assets</b>	3,665,162

Note: Amounts of less than one million yen are omitted.

**Non-consolidated Statements of Income**  
(From April 1, 2022 to March 31, 2023)

(Millions of yen)

Account item	Amount	
<b>Operating revenue</b>		
Income from the payment business		
Revenue from credit card business	142,253	
Revenue from credit card cash advance	24,344	
Revenue from term loans	323	
Revenue from business agency	27,376	
Revenue from the payment-related business	14,269	208,567
Income from the lease business		12,102
Income from the finance business		
Revenue from credit guarantee	13,194	
Revenue from finance-related business	26,218	39,413
Income from the real estate-related business		
Revenue from the real estate-related business	26	
Cost of sales for the real estate-related business	1	24
Financial revenue		5,995
Total operating revenue		266,103
<b>Operating expenses</b>		
Selling, general and administrative expenses		221,512
Financial expenses		
Interest expenses	10,205	
Other	1,717	11,923
Total operating expenses		233,435
<b>Operating profit</b>		32,668
Non-operating income		10,962
Non-operating expenses		205
<b>Ordinary profit</b>		43,424
<b>Extraordinary income</b>		
Gain on sale of investment securities	5,248	5,248
<b>Extraordinary losses</b>		
Loss on valuation of investment securities	499	
Loss on disposal of non-current assets	127	
Loss on liquidation of subsidiaries and associates	6	633
<b>Profit before income taxes</b>		48,039
Income taxes – current	13,446	
Income taxes – deferred	372	13,819
<b>Profit</b>		34,220

Note: Amounts of less than one million yen are omitted.

**Non-consolidated Statements of Changes in Equity**  
(From April 1, 2022 to March 31, 2023)

(Millions of yen)

(millions of yen)

	Shareholders' equity									
	Share capital	Capital surplus			Retained earnings				Treasury shares	Total share- holders' equity
		Legal capital surplus	Other capital surplus	Total capital surplus	Legal retained earnings	Other retained earnings		Total retained earnings		
						General reserve	Retained earnings brought forward			
Balance as of April 1, 2022	75,929	82,497	1,539	84,036	3,020	297,455	37,230	337,705	(62,453)	435,218
Changes during period										
Provision of general reserve						11,000	(11,000)	—		—
Dividends of surplus							(8,600)	(8,600)		(8,600)
Profit							34,220	34,220		34,220
Purchase of treasury shares			0	0					(1)	(1)
Disposal of treasury shares			(20)	(20)					71	50
Net changes in items other than shareholders' equity										—
Total changes during period	—	—	(19)	(19)	—	11,000	14,619	25,619	69	25,669
Balance as of March 31, 2023	75,929	82,497	1,519	84,017	3,020	308,455	51,849	363,324	(62,383)	460,887

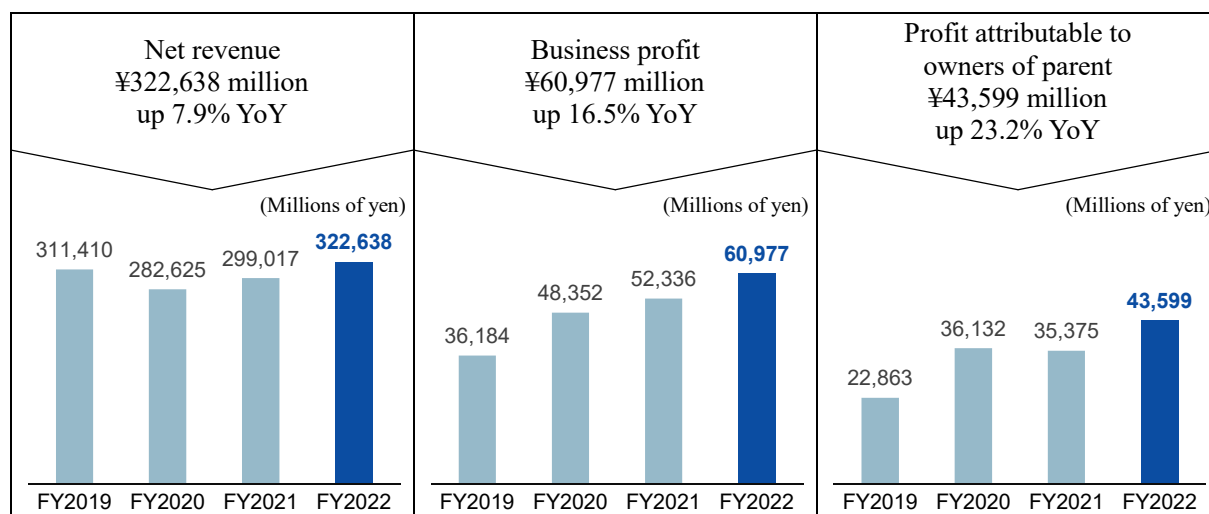
	Valuation and translation adjustments			Total net assets
	Valuation difference on available-for-sale securities	Deferred gains or losses on hedges	Total valuation and translation adjustments	
Balance as of April 1, 2022	21,455	65	21,521	456,739
Changes during period				
Provision of general reserve				—
Dividends of surplus				(8,600)
Profit				34,220
Purchase of treasury shares				(1)
Disposal of treasury shares				50
Net changes in items other than shareholders' equity	1,469	(194)	1,274	1,274
Total changes during period	1,469	(194)	1,274	26,943
Balance as of March 31, 2023	22,924	(128)	22,796	483,683

Note: Amounts of less than one million yen are omitted.



## (Reference) Financial Results Summary

### Financial results highlights



### Management indicators we emphasize

In seeking to enhance corporate value, the Group places priority on maintaining and improving financial soundness, and uses return on equity attributable to owners of the parent (ROE) and ratio of equity attributable to owners of parent to total assets (shareholders' equity ratio) as important indicators.

			Actual results for the fiscal year ended March 31, 2023	
			▼	
Numerical target in the Medium-term Management Plan	Consolidated profit for the fiscal year ending March 31, 2025:	¥70.0 billion	¥60.90 billion	
			7.5%	
Medium- to long-term management indicators	Return on equity attributable to owners of the parent (ROE):	Above 10%	15.4%	
	Ratio of equity attributable to owners of parent to total assets (shareholders' equity ratio):	About 15%		

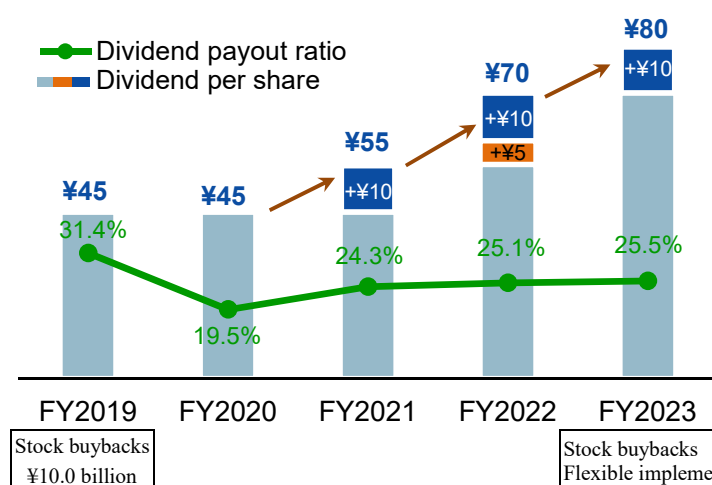
### Return of profits

To increase shareholder value, we believe it is important to take action that strengthens our corporate structure and that continues to expand our business. Meanwhile, our policy on returning profits involves enhancing internal reserves and making appropriate, stable, and continuous dividend payments to our shareholders. We will also provide appropriate returns to all employees for their efforts, thereby enhancing employee engagement and leading to sustainable corporate value.

## Shareholder returns

Policy > Stable and continuous dividend payments

We plan to increase dividends for the third consecutive year.



■ FY2022 Dividend increase of ¥10 from original forecast

Mainly due an increase in the amount of provisions for the future, profit attributable to owners of parent was lower than the forecast announced in February 2023 (¥47.0 billion); however it was higher than the initial forecast of May 2022 (¥35.5 billion). Accordingly, whereas the Company had originally forecast a dividend increase of ¥5 vs FY2021 to ¥60, it has now increased it by a further ¥10 to ¥70.

■ FY2023 (Forecast) Planned dividend increase ¥10

The Company expects to achieve the current business profit target of ¥70.0 billion under its Medium-Term Management Plan one year early.

## Sustainable enhancement of corporate value through employee returns

Aiming at sustainable enhancement of corporate value, we have decided to introduce an end-of-year bonus for all employees (paid in cash and through a stock-linked compensation plan). We aim to achieve sustainable corporate growth by raising employees' awareness of and motivation for corporate value and their participation in management, and to realize our transformation into a comprehensive life services group and our growth strategy.

End-of-year bonus

If non-consolidated ordinary profit at the end of the fiscal year exceeds the non-consolidated ordinary profit budget planned at the beginning of the fiscal year, a certain percentage of the excess amount will be paid in cash and phantom stock.

Stock price-linked compensation plan (phantom stock)

Under this system, the Company's stock price is linked to the amount of compensation paid to employees, so that their compensation increases in tandem with increases in the Company's stock price over a set period of time.

## **Sustainability**

Based on our “leading-edge service company” management philosophy, we contribute through the everyday operation of our businesses to resolve problems and move society forward in ways only Credit Saison can by leveraging our unique know-how, management resources, and the experiences of each of our employees. We will create a sustainable society that is even more convenient and prosperous than today’s.

### **Value co-creation with stakeholders**

To remain as a company on which society depends, it is important to understand what stakeholders demand and to reflect these demands in services and business activities. We will always seriously consider the expectations and criticisms of all of our stakeholders and use them to improve corporate value and achieve sustainable growth.

### **Initiatives for the SDGs**

Contributing to the SDGs for 2030 is one of the Company’s major goals. We believe that it is the responsibility of a company that operates globally to create both social and economic value, and we will steadily promote ESG management to achieve this goal.

## ***Social***

### **Our first issuance of social bonds**

The funds will be used to fund the operations of Kisetsu Saison Finance (India) Pvt. Ltd., which operates a lending business, etc., in India and Southeast Asia mainly for MSMEs or individuals within underserved segments, and Saison Capital Pte. Ltd. Through these businesses, we will promote financial inclusion and the Sustainable Development Goals (SDGs) set forth by the United Nations, and contribute to solving global social issues.

### **Donation of emergency assistance to Ukraine**

We donated a total of ¥52.54 million, which was collected from our members through our point program Eikyufumetsu Points and other means, to the Embassy of Ukraine.

### **Next-generation financial education “School Visit: SAISON TEACHER”**

We have been providing financial lessons to junior and senior high school students so that these children who will lead the future can become independent consumers. Number of lessons: 335 times / Number of participants: 15,355 persons.

Note: Actual results from December 2019 to March 2023

## ***Environment***

### **Endorsement of the Task Force on Climate-related Financial Disclosures (TCFD) recommendations**

The Company expressed its support for the TCFD recommendations and is involved in the TCFD consortium, a discussion forum for the companies and financial institutes supporting the recommendations. Based on the TCFD recommendations, we will continue to disclose information about governance, strategies, risk management, metrics, and targets regarding our actions to address climate change in pursuit of a sustainable society.

### **Started issuing SAISON CARD Digital for becoz and won the grand prize for two awards**

We have partnered with DATAFLUCT, Inc. to launch SAISON CARD Digital for becoz, the first credit card in Japan\* that can visualize CO<sub>2</sub> emissions from card usage history. We won the grand prize in both the Project Category of the NIKKEI Decarbonization Award 2022 and the Japan Financial Innovation Award 2023.

\*According to research by Credit Saison

**Established new company (ReSAISON Co., Ltd.)**

We have established a joint venture with Cyclers Co., Ltd., which has a comprehensive recycling function. In addition to working to increase the waste recycling rate, we will aim to create new circular networks and create new value toward the realization of a recycling-oriented society.

**Akagi Nature Park operation**

We have been operating Akagi Nature Park in Gunma Prefecture since 2009 with the philosophy of passing on the abundance of nature to future generations, under the theme of “humans and nature coexisting.”

Start of forest restoration project to improve biodiversity and carbon dioxide fixation  
Devastated forests not only destroy ecosystems, but also have a significant impact on our daily lives, including interference with water supply, occurrence of disasters such as landslides, and reduced CO<sub>2</sub> fixation capacity. By restoring forests, we aim to improve carbon dioxide fixation and conserve biodiversity.

**Governance****Ensure diversity of human capital**

As we aim to become a corporation where all employees can work comfortably and feel fulfillment, we are striving to foster systems and an organizational culture that allow diverse human resources to fully demonstrate their abilities and aptitudes.

As of the end of March 2023

Ratio of female officers	Ratio of female managers	Ratio of female section managers	Global human resources (in six consolidated companies)	Ratio of male employees taking childcare leave
15.4% Note: Including Audit & Supervisory Board Members	24.9%	71.2%	563 persons	58.5% Note: Includes leave taken for childbirth and childcare