

#### <Criteria for Election of Officers>

With regard to matters concerning the appointment and dismissal of directors and auditors, when discussing them with a general meeting of shareholders as an agenda item after passing a resolution on them at a board of directors meeting, Wacoal Holdings Corp. (hereinafter referred to as the "Company") will decide on them in accordance with the following criteria.

##### ○ Criteria for appointing directors

1. They must have a suitable character for being a director of the Company. For example, they must be suitable in terms of taking the initiative in embodying the Company philosophy and code of conduct, and in terms of maintaining the dignity required of a director.
2. They must possess the physical and mental health and toughness required to fulfill the heavy responsibilities of a director.
3. They must possess sufficient experience and expertise to contribute to sustainable growth and the enhancement of corporate value over the medium to long term.
4. They must possess at least one of the skills that have been set in the skills matrix.
5. When they are reappointed, they must be deemed to have contributed to enhancing corporate value and business performance during their term of office.
6. They must not fall under any of the grounds for disqualification from being a director that are stipulated in Article 331, Paragraph 1 of the Companies Act.
7. Internal directors must have at least one year of experience as an executive officer or higher at the Company or a major operating company.
8. Independent outside directors must be concurrently serving as officers at no more than three listed companies other than the Company.
9. At least half of the directors must be outside directors, and outside directors must not violate the "Criteria for the Independence of Outside Officers" stipulated separately by the Company.
10. As a result of appointments based on the appointment criteria in 1 to 9, the composition of the directors must be balanced in terms of knowledge, experience, professional capability, gender, generation, internationality, etc., and diversity in decision-making and governance must be ensured.

##### ○ Criteria for appointing auditors

1. They must have a suitable character for being an auditor of the Company. For example, they must be suitable in terms of taking the initiative in embodying the Company philosophy and code of conduct, and in terms of maintaining the dignity required of an auditor.
2. They must possess the physical and mental health and toughness required to fulfill the heavy responsibilities of an auditor.
3. With their independence from all managerial and executive aspects ensured, they must be capable of monitoring management in a manner that is based on extensive experience, adopts a company-wide perspective, and takes a fair, neutral, and objective standpoint.
4. They must not fall under any of the grounds for disqualification from being an auditor that are stipulated in each of the items in Article 331, Paragraph 1 of the Companies Act that apply mutatis mutandis in Article 335, Paragraph 1 of the same Act.
5. For one of the full-time auditors, the Company must strive to appoint someone who possesses sufficient knowledge of finance and accounting.
6. Outside auditors must not violate the "Criteria for the Independence of Outside Officers" stipulated separately by the Company.
7. As a result of appointments based on the appointment criteria in 1 to 6, the composition of the auditors must be balanced in terms of knowledge, experience, and professional capability.

##### ○ Criteria for dismissing directors and auditors

1. If a matter has clearly arisen by which they fail to meet all or some of the above appointment criteria.
2. If a significant fact has arisen revealing conduct on their part that constitutes fraud, legal violation, or violation of the articles of incorporation or other internal rules.

3. If a director or auditor has infringed either of the criteria in 1 or 2 above then the Company will first obtain a resolution by the officer nomination advisory committee in the case of a director or the consent of the board of auditors in the case of an auditor, then pass a resolution through a board of directors meeting to present to a general meeting of shareholders a motion to dismiss the director or auditor in question.

#### Supplementary Provisions

1. Revision and abolition of Criteria for Election of Officers

The establishment, revision, or abolition of the Criteria for Election of Officers shall be a matter to be resolved by the Board of Directors.

2. History of establishment and revision

April 30, 2015	Established
June 27, 2019	Revised
December 24, 2021	Revised
April 1, 2025	Revised