

Overview of the corporate governance at Wacoal Holdings Corp. (the “Company”).

I. Basic Concepts, Capital Structure, Corporate Attributes and other Basic Information on Corporate Governance

1. Basic Concepts

(1) Group Philosophy (Mission, Spirit of Foundation)

• Our group, with the Company as its pure holding company, has been operating innerwear business and other businesses primarily in Japan, the United States, Europe, China and Southeast Asia with the goal of “contributing to society by helping people express their beauty”. In 2022, we have introduced our “Mission”, the social mission statement we aim to fulfill in today’s society, defined as “committing to the enrichment of the lives of people around the world”, “helping people realize their individuality, and their inner beauty, rather than uniform external beauty”, and “striving to solve various social issues such as the environment and human rights”.

• Based on this “Mission” and our “Founding Principles” that we have inherited over our 70-year history, we will strive to enhance our corporate value by promoting sustainability management that aims to both solve social issues and achieve sustainable growth through our business activities, at the same time each of our operating companies utilizing its efforts to address complicated and diversified social issues as future growth opportunities.

• In addition, our business activities are built upon accumulation of “mutual trust”, the trust built between people, based on our listening to the voice of each and every one of our customers, and continuously transforming our business with a sense of humility. We aim to become an indispensable presence in society by building relationships of mutual trust with every stakeholder, including shareholders, customers, employees, business partners and local communities, through our continuous endeavors to enhance transparency in corporate management and to ensure fairness and independence.

: Please see our website for more information.

◆ The WACOAL Way <https://www.wacoalholdings.jp/en/group/vision/>

(2) Basic Policy on Corporate Governance

The basic policy and purpose of our Group’s corporate governance is to continuously enhance our corporate value by increasing transparency and ensuring the fairness and independence of our corporate management in order to build “mutual trust” in relationships with every stakeholder, including shareholders, customers, employees, business partners, and the local community.

: Please see our website for more information.

◆ Corporate Governance (The Company’s Corporate Governance Guidelines) <https://www.wacoalholdings.jp/en/group/governance/>

【Reasons for Not Implementing Certain Principles of Corporate Governance Code】

The Company implements all of the principles of the Corporate Governance Code.

【Disclosure Based on Certain Principles of Corporate Governance Code】

Updated

The Company’s response to and implementation of the disclosure items based on all principles of the Corporate Governance Code are described at the end of this report

【Measures Aimed at Realizing Management that is Conscious of the Cost of Capital and Stock Price】

Contents	Updated	Disclosure of efforts (updated)
Disclosure of information in English	Updated	Yes
Updated	Updated	May 15, 2025

Supplementary Information

Updated

• Our Group is committed to practicing sustainability management, aimed at both addressing social issues and achieving sustainable growth through business activities, as part of our efforts to enhance our corporate value.

• Our basic approach is as described below.

(1) We will work to improve profitability through business model reforms and growth strategies, positioning them as our top-priority tasks. At the same time, we will reduce inventories and strategic shareholdings and streamline real estate holdings to improve capital efficiency and ROE.

(2) We will prioritize investments for future growth and return profits from them to shareholders. At the same time, we will be proactive in providing shareholder returns, such as maintaining stable dividends and purchasing treasury shares.

· In addition, on May 15, 2025, we disclosed progress in these initiatives in time for the presentation on financial results for the fiscal year ended March 31, 2025 and revised up our ROE and ROIC target values for the fiscal year ending March 31, 2026.

· In response to the request to disclose "Measures Aimed at Realizing Management that is Conscious of the Cost of Capital and Stock Price," we have posted information about initiatives under the Revised Medium-Term Management Plan and their progress on our website, as below. We invite you to visit the site.

◆ May 15, 2025 Disclosure, Financial Results / Business Strategy Presentation (Medium Term Management Plan Initiatives and Progress)
<https://www.wacoalholdings.jp/en/ir/library/presentation/files/wacoalpresentation20250515en.pdf>

◆ November 9, 2023 Disclosure, Revised Medium Term Management Plan
https://www.wacoalholdings.jp/en/ir/management/mid_term_plan/

· Additionally, we have added our disclosure-related initiatives based on "Principle 5-2: Establishing and Disclosing Business Strategies and Business Plans" and the status of their implementation at the end of this report.

2. Capital Structure

Shareholding ratio by foreign investors Updated More than or equal to 20%, but less than 30%

【Status of Major Shareholders】 Updated

Name of Shareholder	Number of Shares held by Shareholder (share)	Shareholding Ratio (%)
The Master Trust Bank of Japan, Ltd. (Trust Account)	5,594,000	10.83
Meiji Yasuda Life Insurance Company	3,050,000	5.90
MUFG Bank, Ltd.	2,704,414	5.24
The Bank of Kyoto, Ltd.	2,352,530	4.55
GOLDMAN SACHS INTERNATIONAL	1,737,013	3.36
Nippon Life Insurance Company	1,569,961	3.04
The Shiga Bank, Ltd.	1,569,422	3.04
Mitsubishi UFJ Trust and Banking Corporation	1,525,000	2.95
Custody Bank of Japan, Ltd. (Trust Account)	1,512,800	2.93
NOMURA PB NOMINEES LIMITED OMNIBUS-MARGIN (CASHPB)	1,230,257	2.38

Controlling Shareholders (excluding parent company) -----

Parent Company None

Supplementary Information Updated

· With regard to the status of major shareholders (above), the current status as of March 31, 2025 is included.

(1) The Company is holding 3,840 thousand shares of treasury stock, which are not listed in the above list of major shareholders.

(2) The numbers of shares held by The Master Trust Bank of Japan, Ltd. (Trust Account) and Custody Bank of Japan, Ltd. (Trust Account) are related to their respective trust services.

(3) The substantial shareholding report made available for public inspection on July 24, 2024 reports that Mitsubishi UFJ Financial Group, Inc. and its joint holders held the following shares as of July 17, 2024. However, the Company cannot confirm the number of shares that were actually held by these parties, excluding MUFG Bank, Ltd., as of March 31, 2025, and therefore, they are not included in the above list of major shareholders. The information contained in the substantial shareholding report (change report) is as shown below:

Name of Shareholder	Number of Shares held by Shareholder	Shareholding Ratio
MUFG Bank, Ltd.	2,704 thousand shares	4.87%
Mitsubishi UFJ Trust and Banking Corporation	2,376 thousand shares	4.28%
Mitsubishi UFJ Asset Management Co., Ltd.	226 thousand shares	0.41%
Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.	312 thousand shares	0.56%
Total	5,619 thousand shares	10.13%

(4) The substantial shareholding report (change report) made available for public inspection on November 14, 2024 reports that 3D Investment Partners Pte. Ltd. held the following shares as of November 7, 2024. However, the Company cannot confirm the number of shares that the above company actually held as of March 31, 2025, and therefore, it is not included in the above list of major shareholders. The information contained in the substantial shareholding report (change report) is as shown below:

Name of Shareholder	Number of Shares held by Shareholder	Shareholding Ratio
3D Investment Partners Pte. Ltd.	5,975 thousand shares	10.77%

(5) The substantial shareholding report (change report) made available to the public on March 21, 2025, contained the information listed below regarding shares held by Nomura Securities Co., Ltd. and a joint shareholder company as of March 14, 2025. However, because the Company was unable to verify the actual number of shares held as of the end of the fiscal year under review (March 31, 2025), these companies were omitted from the list of major shareholders. The information contained in the substantial shareholding report (change report) is as shown below:

Name of Shareholder	Number of Shares held by Shareholder	Shareholding Ratio
Nomura Securities Co., Ltd.	1,046 thousand shares	1.89%
Nomura International PLC	350 thousand shares	0.63%
Nomura asset Management Co., Ltd.	1,347 thousand shares	2.43%
Total	2,744 thousand shares	4.94%

3. Corporate Attributes

Stock Exchange Listings and Market Division	Tokyo Stock Exchange, prime
Fiscal Year-End	March
Category of Industry	Textiles & Apparels
Number of Employees as of the Previous Fiscal Year-End (consolidated basis)	More than or equal to 1,000
Sales Amount as of the Previous Fiscal Year-End (consolidated basis)	More than or equal to 100 billion yen, but less than 1 trillion yen
Number of Consolidated Subsidiaries as of the Previous Fiscal Year-End	More than or equal to 50, but less than 100

Updated

4. Guidelines for Measures to Protect Minority Shareholders upon Transactions with Controlling Shareholders

5. Other Special Circumstances that May Have a Material Impact on Corporate Governance

II. Overview of Business Management System and Other Corporate Governance Systems related to Managerial Decision-Making, Execution and Supervision

1. Matters Concerning Organization Structure and Operations

Form of Organization	The Company has adopted an Audit & Supervisory Board system.
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【Information on Directors】

Number of Directors prescribed in the Articles of Incorporation	8 (maximum)
Term of Office for Directors prescribed in the Articles of Incorporation	1 year
Chairman of the Board of Directors	President
Number of Directors	8
Election of External Directors	Yes
Number of External Directors	5
Number of External Directors designated as Independent Officer	5

Relationships with the Company (1) Updated

Name	Attributes	Relationship with the Company*											
		a	b	c	d	e	f	g	h	i	j	k	
Tsunehiko Iwai	From another company												
Chizuru Yamauchi	From another company												
Hisae Sato	From another company												
Koji Nitto	From another company												
Tetsuro Harada	From another company								△				

* Type of relationship with the Company

* Insert ○ if any the following is/was applicable to the External Director either “currently or until recently,” and insert △ if any of the following was applicable to the External Director in the past

* Insert ● if any of the following is/was applicable to a close relative of the External Director either “currently or until recently,” and insert ▲ if any of the following was applicable to a close relative of the External Director in the past

a A person who executes business of the Company or its subsidiaries

b A person who executes business or who is a non-executive director of a parent company of the Company

c A person who executes business at an affiliate company of the Company

d A person (or, in case of a legal entity, a person who executes business for that entity) whose major customers include the Company

e A person (or, in case of a legal entity, a person who executes business for that entity) who is a major client of the Company

f A consultant, accountant or legal advisor who receives a large amount of money or other property other than compensation received as an officer from the Company

g A major shareholder of the Company (in case of a legal entity, a person who executes business for that entity)

h A person who executes business at a customer of the Company (which does not fall under d, e and f above)

i A person who executes business at an entity which has an external officer from the Company

j A person who executes business at an entity to which the Company makes donations

k Other

Name	Independent Officer	Supplementary Information on Eligibility Requirements	Reasons for the Election
Tsunehiko Iwai	○	<p>Mr. Tsunehiko Iwai does not fall under any of the above "Relationship with the Company (1)" a to k.</p> <p>The "Significant concurrent positions" are as follows.</p> <ul style="list-style-type: none"> • External Director of Cross Plus Inc. 	<p>Mr. Iwai served as the Representative Director of a cosmetics manufacturer and distributor which operated globally. Mr. Iwai's extensive knowledge and insight as a company manager, as well as his expertise on research & development, production and technology enable him to contribute to the management of the Company. He also provides valuable opinions and advice based on his knowledge on compliance and sustainable management and knowledge acquired at a company which "pursues beauty" like our Company. He also serves as the Chair of both the Nomination of Directors Advisory Committee and Remuneration of Directors Advisory Committee. We expect that he will continue to provide advice that will contribute to enhance our corporate value and strengthen oversight over the Company and appoint him as External Director (Independent).</p> <p>Also, because he meets the eligibility requirements which the Company prescribes under "Criteria for Appointment of External Officers (to ensure independence)" and because there are no concerns that any conflict of interest with general shareholders may arise, we have designated him as an independent officer.</p>
Chizuru Yamauchi	○	<p>Ms. Chizuru Yamauchi does not fall under any of the above "Relationship with the Company (1)" a to k.</p> <p>Ms. Yamauchi is the Advisor of Nippon Life Insurance Company, which is one of our major shareholders. However, the shareholding ratio of this company is 3.04% on a voting right basis and there is no concern with respect to her independence as an external officer.</p> <p>The "Significant concurrent positions" are as follows.</p> <ul style="list-style-type: none"> • Advisor of Nippon Life Insurance Company 	<p>Ms. Yamauchi's extensive knowledge and experience as an executive, as well as expertise in diversity and inclusion enable her to contribute to the management of the Company. We expect that she will keep providing advice on and human resources and organization strategies, such as women's empowerment, human resource development, and organization development, as well as advice that will contribute to enhancing corporate value, and supervise the management of the Company. Therefore, we appoint her as External Director (Independent).</p> <p>Also, because she meets the eligibility requirements which the Company prescribes under "Criteria for Appointment of External Officers (to ensure independence)" and because there are no concerns that any conflict of interest with general shareholders may arise, we have designated her as an independent officer.</p>
Hisae Sato	○	<p>Ms. Hisae Sato does not fall under any of the above "Relationship with the Company (1)" a to k.</p> <p>The "Significant concurrent positions" are as follows.</p> <ul style="list-style-type: none"> • Councilor of International Christian University • Member of Fund Management Committee of Local Public Service Mutual Aid Associations • Member of Fund Management Committee of Pension Fund Association for Local Government Officials • Member of Japan Science and Technology Agency • Member of Pension Actuarial Subcommittee of the Social Security Council, Ministry of Health, Labor and Welfare • Member of Fund Management Subcommittee of the Social Security Council, Ministry of Health, Labor and Welfare 	<p>Ms. Sato has been contributing to the management of the Company based on her experience as an asset management consultant at a foreign-associated organization/personnel asset management consulting firm, and as a chief investment officer overseeing pension assets on a global level for a global automobile manufacturing and sales company. Ms. Sato also provides valuable opinions and advice based on a wealth of knowledge and insight, particularly in the areas of investment and financial capital markets, having served as a member of various investment-related committees for public pension funds and government agencies in Japan. We expect that she will utilize her experience and expertise to improve the Company's corporate value and contribute to strengthening the supervisory function of the Board of Directors and appoint her as External Director (Independent).</p> <p>Although Ms. Sato has never been involved in corporate management other than serving as an external officer, we believe that she will be able to appropriately fulfill her role as an External Director (Independent) for the</p>

		<ul style="list-style-type: none"> Member of Subcommittee on Asset Management Nation of the Council of New Form of Capitalism Realization, Cabinet Secretariat A member of user review committee for "Innovation of Inclusive Community Platform", Cross-ministerial Strategic Innovation Promotion Program (SIP) A member of stage-gate evaluation committee for "Innovation of Inclusive Community Platform", Cross-ministerial Strategic Innovation Promotion Program (SIP) 	<p>above reasons and her experience of being involved in management of an incorporated educational institution as a trustee and a councilor.</p> <p>Also, because she meets the eligibility requirements which the Company prescribes under "Criteria for Appointment of External Officers (to ensure independence)" and because there are no concerns that any conflict of interest with general shareholders may arise, we have designated her as an independent officer.</p>
Koji Nitto	○	<p>Mr. Koji Nitto does not fall under any of the above "Relationship with the Company (1)" a to k.</p> <p>The "Significant concurrent positions" are as follows.</p> <ul style="list-style-type: none"> Director of CiRA Foundation External Director of GS Yuasa Corporation External Director and Audit & Supervisory Committee Member of T&D Holdings, Inc. 	<p>Mr. Nitto has been contributing to the management of the Company based on his extensive experience as a manager who can incorporate finance into management strategies, serving as a CFO and Senior Management Executive Officer of the Global Strategy Division of an electronic equipment manufacturing and sales company that operates control equipment and healthcare businesses globally. In particular, we believe his knowledge and insight based on his experience leading return on invested capital (ROIC) management at the said company with multiple business portfolios will contribute to improving our profitability and capital efficiency. We expect that he will utilize his experience and expertise to improve the Company's corporate value and contribute to strengthening the supervisory function of the Board of Directors and appoint him as External Director (Independent).</p> <p>Also, because she meets the eligibility requirements which the Company prescribes under "Criteria for Appointment of External Officers (to ensure independence)" and because there are no concerns that any conflict of interest with general shareholders may arise, we have designated him as an independent officer.</p>
Tetsuro Harada	○	<p>Mr. Tetsuro Harada is marked with △ for "h" among a to k in the above "Relationship with the Company (1)" for the following reasons.</p> <p>In the fiscal year ended March 31, 2025, the Group requested consulting services from Dream Incubator Inc, where Mr. Harada serves as an Audit and Supervisory Committee member. However, Mr. Harada has not served as a Director at this company since June 2023. In addition, the amount of transactions with this company was below 0.05% of our consolidated revenue for the above fiscal year and below 1.3% of consolidated net sales of the company for the above fiscal year. Accordingly, there is no concern with respect to his independence as an external officer.</p> <p>The "Significant concurrent positions" are as follows.</p> <ul style="list-style-type: none"> Director, Member of the Audit Committee, Chairman of the Board of Directors, Dream Incubator Inc. External Director of Mandom Corporation 	<p>Mr. Harada has extensive experience as a consultant in providing strategic consulting, management development, and venture investment development for major corporations in various industries at a company established with the aim of "fostering new businesses and industries," and various knowledge based on such experience. We believe his knowledge and various insight he has derived through implementing structural reforms including a review of the governance system and business portfolio in a short period of time as a top-level management executive while contributing to improving management soundness and transparency, will contribute valuably to the formulation and execution of our management strategy. We expect that he will utilize them and contribute to strengthening the supervisory function of the Board of Directors and appoint him as External Director (Independent).</p> <p>Also, because he meets the eligibility requirements which the Company prescribes under "Criteria for Appointment of External Officers (to ensure independence)" and because there are no concerns that any conflict of interest with general shareholders may arise, we have designated him as an independent officer.</p>

Existence of Voluntary Advisory Committee equivalent to Nomination Committee or Remuneration Committee

Yes

Status, Members and Attributes of Chairperson of the Voluntary Advisory Committee(s)

	Name of Committee	Number of Members	Number of Full-time Members	Number of Internal Directors	Number of External Directors	Number of External Experts	Other	Committee Chair (Chairperson)
Voluntary Advisory Committee equivalent to Nomination Committee	Executive Nomination Advisory Committee	7	0	2	5	0	0	External Director
Voluntary Advisory Committee equivalent to Remuneration Committee	Executive Compensation Advisory Committee	7	0	1	5	0	1	External Director

Supplementary Information

Updated

(1) <Nomination of Directors Advisory Committee>

1. Purpose:

- This Committee discusses and provides recommendations to our Board of Directors on matters related to evaluation, election, dismissal, and promotion of Directors, and on matters regarding establishment and revisions of rules and bylaws of Directors.
- Attendance and approval from all committee members are required to pass resolutions in this Committee.

2. Composition:

- External Director Mr. Tsunehiko Iwai serves as the Chair of this Committee.

- This Committee shall consist of the following members:

< Representative Director and President, Director of Supervisor of Group Business Management, and External Directors >

- A majority of the members the Committee consist of External Directors to enhance its independence and objectivity.
- The Committee is also attended by 1 Independent External Audit & Supervisory Board Member as an observer.

(2) <Remuneration of Directors Advisory Committee >

1. Purpose:

- This Committee discusses and provides recommendations to our Board of Directors on matters regarding performance review and remuneration of Directors, and matters regarding remuneration system of Directors.
- Attendance and approval from all committee members are required to pass resolutions in this Committee.

2. Composition:

- External Director Mr. Tsunehiko Iwai serves as the Chair of this Committee.

- This Committee shall consist of the following members:

< Director of Supervisor of Group Business Management, Director in charge of Group Personnel, and External Directors >

- A majority of the members the Committee consist of External Directors to enhance its fairness, independence and objectivity.
- The Committee is also attended by 1 Independent External Audit & Supervisory Board Member as an observer.

◆ The outline of both advisory committees and their activities in FY2024, is included at the end of this report as an item in Section II, "2. Matters Concerning Functions of Business Execution, Audits/Supervision, Nomination and Compensation Decision (Outline of Current Corporate Governance System)" using charts and other materials.

【Information on Audit & Supervisory Board Members】

Establishment of an Audit & Supervisory Board	Yes
Number of Audit & Supervisory Board Members prescribed in the Articles of Incorporation	5
Number of Audit & Supervisory Board Members	5

(1) <Cooperation between Audit & Supervisory Board Members and Internal Audit Department (Audit Office)>

- Our Audit Office, which is our internal audit department under the direct control of the Representative Director and President, performs audits on the legality and validity of business execution of the Company and its domestic and overseas subsidiaries and evaluates the effectiveness of their internal control in accordance with the Internal Audit Regulations.
- Audit and Supervisory Board Members and internal audit department (Audit Office) hold monthly meetings for reporting and confirmations. The main purpose of these meetings is to report on the major contents of meetings attended by Audit and Supervisory Board Members, action plans of the Audit Office, and actions that were actually taken, among other matters. We have also established a system that permits the sharing of documents and other information necessary for audits. We operate the system in a way that allows Audit and Supervisory Board Members and the Audit Office to mutually exchange and confirm audit working papers and otherwise cooperate in performing audits more efficiently and effectively.
- The reporting line of the internal audit department (Audit Office) includes not only semi-annual reporting to the Representative Director and President and the Director in charge of Group Business Management but also reporting routes to the Board of Directors, the Audit and Supervisory Board Members, and the Audit and Supervisory Board. The results of internal control audits in the fiscal year ended March 31, 2025 were reported to the meetings of the Board of Directors and the Audit and Supervisory Board that were held in April 2025.

(2) <Cooperation between Audit & Supervisory Board Members and Accounting Auditors>

- Audit and Supervisory Board Members and accounting auditors hold regular reporting and review meetings. These meetings include explanations of the audit plan, reporting and confirmation of the results of audits conducted pursuant to the Companies Act, reporting on the interim review, reporting and confirmation of results of audits conducted pursuant to the Financial Instruments and Exchange Act and internal control audits, confirmation of matters related to the execution of duties by accounting auditors, and the sharing and review of progress in audits and issues on accounting.
- Through these meetings, the Audit & Supervisory Board Members receive updates from the Accounting Auditor on various matters, including the results of interim reviews, the status of the year-end accounting audit, the effectiveness of the system ensuring the Accounting Auditor's proper performance, and the results of internal control audits. In addition, the Audit & Supervisory Board Members attend audits on-site as necessary to monitor and verify the status of audits by the Accounting Auditor.
- In addition, the Audit & Supervisory Board Members discuss with the Accounting Auditor the contents of the "Key Audit Matters (KAM)" in the audit report, which is required for firms subject to audits under the Financial Instruments and Exchange Act, and request explanations as necessary. In addition, discussions are held as necessary to address fraud risks and other issues as appropriate.

Election of External Audit & Supervisory Board Members	Yes
Number of External Audit & Supervisory Board Members	3
Number of External Audit & Supervisory Board Members designated as Independent Officer	3

Relationships with the Company (1)

Name	Attributes	Relationship with the Company*												
		a	b	c	d	e	f	g	h	i	j	k	m	
Hitoshi Suzuki	From another company													
Motoko Tanaka	Certified public accountant								△					
Harunobu Shiho	Attorney-at-law											○		

* Type of relationship with the Company

* Insert ○ if any of the following is/was applicable to the External Audit & Supervisory Board Member either "currently or until recently," and insert △ if any of the following was applicable to the External Audit & Supervisory Board Member in the past

* Insert ● if any of the following is/was applicable to a close relative of the External Audit & Supervisory Board Member either "currently or until recently," and insert ▲ if any of the following was applicable to a close relative of the External Audit & Supervisory Board Member in the past

a A person who executes business of the Company or its subsidiaries

b A person who is a non-executive director or accounting advisor of the Company or its subsidiaries

c A person who executes business or who is a non-executive director of a parent company of the Company

d A person who is an audit & supervisory board member of a parent company of the Company

e A person who executes business at an affiliate company of the Company

f A person (or, in case of a legal entity, a person who executes business for that entity) whose major customers include the Company

g A person (or, in case of a legal entity, a person who executes business for that entity) who is a major client of the Company

h A consultant, accountant or legal advisor who receives a large amount of money or other property other than compensation received as an officer from the Company

i A major shareholder of the Company (in case of a legal entity, a person who executes business for that entity)

j A person who executes business at a customer of the Company (which does not fall under f, g and h above)

k A person who executes business at an entity which has an external officer from the Company

l A person who executes business at an entity to which the Company makes donations

m Other

Name	Independent Officer	Supplementary Information on Eligibility Requirements	Reasons for the Election
Hitoshi Suzuki	○	<p>Mr. Hitoshi Suzuki is marked with “△” for g in “Relationship with the Company (1)” a to m for the following reasons.</p> <p>Until June 2014, Mr. Suzuki had been a Director at The Bank of Tokyo-Mitsubishi UFJ, Ltd. (now known as MUFG Bank, Ltd.), which is a shareholder and lender of the Company. However, it is more than ten years since he retired from the position of a Director at the bank, and accordingly, there is no concern with respect to his independence as an external officer.</p>	<p>After fulfilling his professional duties at overseas locations and the market division of a major financial institution, Mr. Suzuki deliberated on monetary policy as a member of the Policy Board, the highest decision-making body of the Bank of Japan, and served in other positions. He leverages this experience in performing audits of the Company.</p> <p>The Company appointed him as an External Audit and Supervisory Board Member to continue leveraging his wealth of knowledge for its audit system.</p> <p>Also, because he meets the eligibility requirements which the Company prescribes under “Criteria for Appointment of External Officers (to ensure independence)” and because there are no concerns that any conflict of interest with general shareholders may arise, we have designated her as an independent officer.</p>
Motoko Tanaka	○	<p>Ms. Motoko Tanaka is marked with “△” for h in “Relationship with the Company (1)” a to m for the following reasons.</p> <p>Until June 2020, Ms. Tanaka held a position at Deloitte Touche Tohmatsu LLC, our accounting auditor, but Ms. Tanaka has never engaged in audits of the Company during the said period and there is no concern with respect to her independence.</p> <p>The “Significant concurrent positions” are as follows.</p> <ul style="list-style-type: none"> • Managing Partner of Tanaka CPA Office; • External Director and Audit & Supervisory Committee Member of TOWA Corporation 	<p>Ms. Tanaka has extensive experience working at a major audit firm as a certified public accountant and U.S. certified public accountant and has a high level of expertise in finance and accounting, and has been utilizing such experience to perform the audit of the Company. In order to continue to utilize such experience for the audit system of the Company, we appoint her as External Audit and Supervisory Board Member (Independent).</p> <p>Although Ms. Tanaka has never been directly involved in corporate management other than serving as an External officer, we believe that she will be able to appropriately fulfill her role as an External Audit and Supervisory Board Member (Independent) for above reasons.</p> <p>Also, because she meets the eligibility requirements which the Company prescribes under “Criteria for Appointment of External Officers (to ensure independence)” and because there are no concerns that any conflict of interest with general shareholders may arise, we have designated her as an independent officer.</p>
Harunobu Shiho	○	<p>Mr. Harunobu Shiho is marked with ○ for “j” among a to m in the above “Relationship with the Company (1)” for the following reasons.</p> <p>We have signed advisory contracts with multiple lawyers from MIYAKE IMAI IKEDA LAW OFFICE, where Mr. Shiho serves as a partner. However, the amount of compensation for them (average for the most recent three fiscal years) is less than 2.5 million yen per year. Accordingly, there is no concern with respect to his independence as an external officer.</p> <p>The “Significant concurrent positions” are as follows.</p> <ul style="list-style-type: none"> • Partner at Miyake Imai Ikeda Law Office • Member of the Financial Services Agency’s “Study Group on the Ideal State of Loans and Reconstruction Practices to Support Business Viability” 	<p>Mr. Harunobu Shiho is a legal expert with ample experience and a proven track record as an attorney. In addition, he has a deep insight into corporate governance, risk management, compliance, etc., and experience as an external director at other companies. In order to utilize such knowledge and experience for the audit system of the Company, we appoint him as External Audit and Supervisory Board Member (Independent).</p> <p>Although Mr. Harunobu Shiho has never been involved in corporate management other than serving as an external officer, we believe that he will be able to appropriately fulfill her role as an External Director (Independent) for the above reasons.</p> <p>Also, because he meets the eligibility requirements which the Company prescribes under “Criteria for Appointment of External Officers (to ensure independence)” and because there are no concerns that any conflict of interest with general shareholders may arise, we have designated him as an independent officer.</p>

[Information on Independent Officers]

Number of Independent Officers

8

Other Matters concerning Independent Officers

<Independence of External Officers>

• The Company has clearly stated the "Criteria for the Election of Officers" and "Criteria for Quality of Officers" and described.

(1) <Criteria for Election of Officers>

• The Company has proposals on the appointment and dismissal of Directors and Audit and Supervisory Board Members resolved by the Board of Directors and then makes decisions in accordance with the following Criteria for Election before submitting them to the general meeting of shareholders.

• "Criteria for Election of Directors"

1. A candidate shall have personal qualities that are commensurate with those expected of a Director of the Company, including a willingness to embody the corporate philosophy and the code of conduct and dignity as a Director.
2. A candidate shall have the physical and mental health and the resilience needed to fulfill the important responsibilities of a Director.
3. A candidate shall have the necessary experience and expertise to contribute to sustainable growth and enhancing medium- and long-term corporate value.
4. A candidate shall have one or more of the skill sets that are shown in the skills matrix.
5. To be re-elected, a candidate shall be judged to have contributed to enhancing corporate value and business performance during his/her term of office.
6. A candidate shall not fall under any of the disqualifying reasons set forth in each item of Article 331, paragraph (1) of the Companies Act.
7. An Internal Director candidate shall have at least one year of experience in serving as a corporate officer or in a more senior position at the Company or its major operating company.
8. A candidate for Independent External Director shall not serve concurrently as an officer at more than three other listed companies.
9. At least half of all Directors shall be External Directors, and External Directors shall not be in violation of the Criteria for Election of External Officers (to ensure independence) that is separately stipulated by the Company.
10. The composition of Directors elected based on the above criteria 1 to 9 shall effectively balance knowledge, experience, expertise, gender, generation, internationality, and other points, and diversity shall be ensured in decision-making and governance.

• "Criteria for Election of Audit and Supervisory Board Members"

1. A candidate shall have the personal qualities that are commensurate with those expected of an Audit and Supervisory Board Member of the Company, including a willingness to embody the corporate philosophy and the code of conduct and dignity as an Audit and Supervisory Board Member.
2. A candidate shall have the physical and mental health and the resilience needed to fulfill the important responsibilities of an Audit and Supervisory Board Member.
3. A candidate shall be able to monitor the management in a fair, neutral, objective position from a company-wide perspective based extensive experience while ensuring independence from the management and executive teams.
4. The candidate shall not fall under any of the disqualifying reasons set forth in the items of Article 331, paragraph (1) of the Companies Act as applied mutatis mutandis pursuant to Article 335, paragraph (1) of the Companies Act.
5. Efforts shall be made to appoint at least one full-time Audit and Supervisory Board Member who has significant knowledge of financial affairs and accounting.
6. External Audit and Supervisory Board Members shall not be in violation of the Criteria for Election of External Officers (to ensure independence) that is separately stipulated by the Company.
7. The composition of Audit and Supervisory Board Members elected based on the above criteria 1 to 6 shall effectively balance knowledge, experience, and expertise.

• "Criteria for Dismissal of Directors and Audit and Supervisory Board Members"

1. When an event revealing that any one of the above criteria for election is not met appears to have occurred.
2. Where any misconduct or serious violation of any law, ordinance, articles of incorporation, or any other internal regulations has occurred.
3. Where either criteria 1 or 2 above applies, the Board of Directors shall pass a resolution to submit a proposal to dismiss the Director or Audit and Supervisory Board Member in question to the general meeting of shareholders after receiving a report from the Nomination of Directors Advisory Committee in the case of a Director and from the Audit and Supervisory Board in the case of an Audit and Supervisory Board Member.

(2) <Criteria for Election of External Officers (to ensure independence)>

• The Company believes that External Directors and External Audit & Supervisory Board Members (collectively, hereinafter referred to as "External Officers") should have sufficient independence to avoid conflicts of interest with the general shareholders of the Company. From this perspective, the Company appoints candidates for External Officers who do not fall under any of the following categories:

1. Has held a position to execute business (Note 1) at the Company and any of its consolidated subsidiaries (collectively, "Wacoal Group") in the past;
2. Is a major shareholder holding the shares of the Company under its own name or another name whose percentage of voting rights is equal to or higher than 5% (in case such major shareholder is a legal entity or an association such as general partnership (the "Entities"), a candidate who holds a position to execute business at such Entities);
3. A candidate who:
 - a. is a major client of Wacoal Group or who considers Wacoal Group as a major client of the candidate (in case such candidate is an Entity, a candidate who holds a position to execute business at such Entity) (Note 2);
 - b. is a major lender of Wacoal Group (in case such lender is an Entity, a candidate who holds a position to execute business at such Entity) (Note 3);
 - c. holds a position to execute business as lead manager of the Company;
 - d. holds a position to execute business at any Entity in which Wacoal Group holds shares with a percentage of voting rights equal to or higher than 5%;
4. A certified public accountant who works at an audit firm that is the Accounting Auditor of Wacoal Group;
5. Any legal counsel, accountant, tax accountant, patent attorney, consultant or other expert who receives a large amount (Note 4) of money or other property from Wacoal Group (in case such candidate is an Entity, an expert who works at such Entity);
6. Anyone who receives a large amount of donations from Wacoal Group (Note 5) (in case such candidate is an Entity, a candidate who holds a position to execute business at such Entity);
7. A person who executes business at another company which has an external officer from the Company;
8. A spouse or second-degree relative of a person who materially falls under any of the items under 1 through 7 above (Note 6);
9. A candidate who used to fall under any of the items under 2 through 8 above during the past three years; and
10. A candidate who is deemed to be subject to special circumstances under which a possible conflict of interest with general shareholders of the Company may arise.

• It should be noted, however, that a candidate who falls under any of the items under 2 through 9 above, but who fulfills the requirements of an external officer under the Companies Act, may under exceptional circumstances become a candidate for an External Officer if the Company deems it appropriate for such candidate to be appointed as an External Officer and if the Company describes its reasons for making such judgement.

Note 1: A person holding a position to execute business shall mean an executive director, executive officer and other employee who is in an equivalent position.

Note 2: A major client shall mean a supplier or purchaser of Wacoal Group whose average amount of transactions in the last 3 years exceeded 2% of the consolidated net sales of Wacoal Group or those of the supplier or purchaser.

Note 3: A major lender shall mean a financial institution or an individual who provides loans to Wacoal Group and whose average amount of outstanding loans in the last 3 years exceeded 2% of the consolidated total assets of the Company or those of such lender.

Note 4: A large amount shall mean that the average annual amount of compensation payable for the duties performed by the expert in the last 3 years exceeded 10,000,000 yen, whether such expert as an individual or the organization that such expert belongs provides services to Wacoal Group.

Note 5: A large amount shall mean that the average annual amount of donation in the last 3 years exceeded 10,000,000 yen.

Note 6: A significant person shall mean (i) a member or other person who is in an equivalent position in case of a certified public accountant who belongs to an audit firm or an accounting firm, a partner or other person who is in an equivalent position in case of a lawyer who belongs to a law firm, and a person who is in an equivalent position in case of another expert who belongs to an Entity, and (ii) an executive director, executive officer, corporate officer, an employee who is in a position of senior management (i.e., a general manager or higher level) in case of a person who executes business at an Entity, and an executive holding a title such as trustee, councilor and auditor, as well as any other person who is objectively and reasonably deemed to have equal significance as any of the above.

[Incentives]

Status of Implementation of Measures to Grant Incentives to Directors

Adoption of a performance-linked compensation system and stock option plan

Supplementary Information

Updated

• The remuneration paid to Directors under the Company's remuneration system for Directors consists of Basic Remuneration, the amount of which is fixed, and in addition, (1) <Performance-based Bonus (performance-based remuneration)>, which is linked to the business results of each fiscal year, and (2) <Restricted Stock (non-monetary remuneration) (Note 1)> and <Performance-linked Restricted Stock Compensation (non-monetary remuneration) (Note 2)> a medium- to long-term incentive with evaluation periods set by the Board of Directors.

• Only Basic Remuneration as fixed remuneration is paid to External Directors and External Audit and Supervisory Board Members, who are in positions that are independent from business execution.

(For details, please refer to <"Details of Disclosure on Policy for Determining the Amount or Calculation Method for Compensation" under "Information on Directors' Compensation"> below.)

◆ Performance-based remuneration and incentives that were granted in the fiscal year ended March 31, 2025 (April 2024 to March 2025) are as follows.

(1) <Performance-based Bonus (performance-based remuneration)>: The amount is determined based on the rate of achievement of consolidated operating income, plus consolidated revenue, consolidated income before income taxes, and others.

• Amount paid: Not paid

(2) <Restricted Stock (non-monetary remuneration)>: Shares of the Company's common stock, the number of which is determined by resolution of the Board of Directors, are allotted once a year based on monthly amount of basic compensation and fair value of stock, which are determined in accordance with the report of the Remuneration of Directors Advisory Committee.

• Amount paid: 44 million yen (non-monetary remuneration)

(3) <Performance-linked Restricted Stock Compensation (non-monetary remuneration)>: Shares of the Company's common stock are allocated in accordance with the level of achievement of numerical performance targets, etc. in a certain evaluation period set by the Board of Directors, among other criteria, based on the report of the Remuneration of Directors Advisory Committee.

• Amount paid: Not paid

(Indicator (1): ROE (weight: 50%) = Target value: 7.0%, actual value: 3.5%; Indicator (2): Consolidated business profit (weight: 50%) = Target value: 13,000 million yen, actual value: - 3,397 million yen)

Note 1: Additionally, at the 73rd Ordinary General Meeting of Shareholders held on June 29, 2021, the Company resolved to abolish the share-based stock option incentive and introduce a new transfer-restricted stock compensation plan for Directors (excluding External Directors). This was done so that Directors would share the risk of stock price fluctuations with shareholders, while further increasing their motivation to improve the stock price and corporate value.

Note 2: At the 76th Ordinary General Meeting of Shareholders on June 25, 2024, the Company resolved to introduce a performance-linked restricted stock compensation plan. Under this plan, the Company's Directors, excluding External Directors, will receive shares of the Company's common stock based on the achievement of numerical targets for consolidated performance during a certain evaluation period set by the Board of Directors. This plan aims to provide incentives for continuous improvement in corporate value and to enhance alignment with shareholders by clearly linking compensation to corporate performance and stock value.

Eligible Recipients of Stock Options

Internal Directors and Directors of Subsidiaries

Supplementary Information

Updated

• The Company introduced a restricted stock compensation plan in FY2021. In addition, a performance-linked restricted stock compensation plan was introduced for FY2025. However, stock compensation-type stock options allocated as compensation up until FY2020, remain in effect.

【Information on Directors' Compensation】

Disclosure Status (of compensation for individual directors)

Not disclosed

Supplementary Information

Updated

Aggregate amount of remunerations, etc., paid to each category of officers, aggregate amount of remunerations, etc., by type thereof, as well as the number of relevant officers (fiscal year ending March 2023):

	Aggregate amount of compensation (Millions of yen)	Fixed compensation (Millions of yen)	performance-based compensation	Restricted Stock Compensation (Millions of yen)	Of the items on the left, non-monetary compensation, etc.	Number of officers covered
Directors (excluding External Directors)	168	124	—	44	44	3 members
Audit & Supervisory Board Members (excluding External Audit & Supervisory Board Members)	41	41	—	—	—	2 members
External Officers	70	70	—	—	—	9 members

Note 1: As of March 31, 2025, we have three Directors, two Audit and Supervisory Board Members, and eight external officers. The difference between the number of external officers above and the number of external officers reflects one external officer who resigned at the conclusion of the 76th Ordinary General Meeting of Shareholders held on June 25, 2024.

Note 2: The total amount of remuneration for Directors (excluding External Directors) includes remuneration for officers from consolidated subsidiaries.

Note 3: All of the non-monetary compensation paid to Directors (excluding External Directors) was stock compensation (44 million yen).

Policy for Determining the Amount or Calculation Method of Compensation

Updated

Yes

Details of Disclosure on Policy for Determining the Amount or Calculation Method for Compensation

- The Company has established a policy on determining the details of remuneration payable to each Director (this "Policy").
- The remunerations paid to Directors under our remuneration system for Directors consists of (1) "Basic compensation" the amount of which is fixed, (2) "Performance-based Bonus" which is linked to the business results of each fiscal year, and (3) "Restricted Stock", which is linked to medium- and long-term business results, as well as (4) "Performance-linked Restricted Stock Compensation" with evaluation periods set by the Board of Directors.
- In the case of External Directors and Audit & Supervisory Board Members who shall be in the position independent from the management, only "Basic Remuneration" is paid because any remuneration linked to business results are not appropriate in such case.

(1) <Basic Remuneration>

- The basic remuneration is based on the so-called single rate remuneration system, in which the same remuneration is paid for the same position. The Company annually verifies the adequacy of the level of remuneration, which has been set according to the business results and scale of the Company and is based on comparison with other companies within the same industry or of the same scale through the investigation results on remuneration prepared by an external agency.
- Specific details of basic remuneration amount for Directors are determined by the Board of Directors based on the reports prepared by the Remuneration of Directors Advisory Committee, which is composed by members, majority of which are External Directors. The basic remuneration amount for Audit & Supervisory Board Members is determined after discussion within the Audit & Supervisory Board.

(2) <Performance-based Bonus (performance-based remuneration)>

- The total amount of the performance-based bonus is based on achievement as a percentage of the consolidated operating income recorded for each fiscal year, plus other performance factors (consolidated revenue, consolidated profit before income taxes and equity in net profit of affiliated companies and others), to increase the degree of linkage between bonuses and consolidated business performance. A Performance-based Bonus is paid once a year in the month after approval of the total amount is given at the general meeting of shareholders.
- The amount of performance-based bonus to Directors is resolved at a Board of Directors meeting and the total amount is approved at the general meeting of shareholders based on reports prepared by the Remuneration of Directors Advisory Committee, which is composed of members, half of which are Independent Directors.

(3) <Restricted Stock (non-monetary remuneration)>

- The Company had newly introduced the restricted stock compensation plan, where the Company granted shares of its common stock to Directors (excluding Outside Directors) of the Company. (hereinafter referred to as "Eligible Directors"). The Company believes that such awards better align the interests of the Eligible Directors with those of its shareholders by sharing the of price fluctuation risk with our shareholders and increasing incentives to contribute to the improvement of share price and corporate value.
- Restricted Stock is shares of the Company's common stock that are allotted once a year. The number of shares is determined by resolution of the Board of Directors based on monthly base compensation and fair value of stock determined in accordance with the report of the Remuneration of Directors Advisory Committee.
- To promote shared priorities with shareholders over long periods, eligible directors who are allotted transfer-restricted stock may not cancel the restriction on transfer of the allotted shares during the period from the date of delivery of the transfer-restricted stock until the date of retirement from

the position of director, Audit & Supervisory Board member, or executive officer of the Company or any of its subsidiaries as determined by the Board of Directors of the Company.

• It is also stipulated that the transfer restriction will be lifted upon the expiration of the transfer restriction period for all of the allotted shares, provided that the recipient has continuously held the position of Director, Audit and Supervisory Board Member, or Corporate Officer from the commencement date of the transfer restriction period until the date of the first General Meeting of Shareholders to be held.

(4) <Performance Share Unit (non-monetary remuneration)>

• The Company has introduced this system with the aim of providing Directors (excluding External Directors. Hereinafter referred to as the "Eligible Directors") with an incentive to continuously enhance the Company's corporate value and to promote greater alignment with shareholders by clearly linking director remuneration to corporate performance and stock value.

• Performance-linked Restricted Stock Compensation is shares of the Company's common stock. The number of the shares allotted to eligible directors is determined in accordance with the level of achievement of performance targets and other numerical targets set by the Company's Board of Directors for a certain evaluation period set by the Board of Directors, among other criteria, based on the report of the Remuneration of Directors Advisory Committee.

• After the end of the evaluation period, the number of shares shall be allocated at one time, as determined by the Board of Directors based on the calculation method. The requirements for the issuance of the shares are that the recipient must have continuously held one of the positions of Director, Audit and Supervisory Board Member, or Corporate Officer as determined by the Company throughout the evaluation period, and must satisfy any other requirements deemed necessary by the Board of Directors.

• Where a person has retired from any of the positions of Director, Audit and Supervisory Board Member, or Corporate Officer as determined by the Company, the Company shall acquire the performance-linked restricted stock held by such a person for free except where the reason for the retirement is deemed legitimate by the Company's Board of Directors.

• Upon determination of the remuneration and other matters with respect to each Director for the current fiscal year, the Remuneration of Directors Advisory Committee holds discussions and deliberations, including with respect to the consistency of the draft with this Policy, and reports to the Board of Directors of the Company. The Board of Directors of the Company respects the Committee's recommendations and believes that the determination is generally consistent with this Policy.

- (1) The maximum annual amounts of the basic remuneration paid to Directors and Audit and Supervisory Board Members were determined to be 350 million yen (excluding the amount paid as salaries for employees to the Directors who concurrently serve as employees) and 75 million yen, respectively, by the resolution adopted at the 57th Ordinary General Meeting of Shareholders held on June 29, 2005. The numbers of Directors and Audit and Supervisory Board Members upon the close of the 57th Ordinary General Meeting of Shareholders were 7 and 5, respectively.
- (2) The amount of Performance-Linked bonuses was determined to be such amount as is determined according to the business results of each fiscal year, which is resolved at Ordinary General Meeting of Shareholders.
- (3) Further, the maximum annual amount of restricted stock was determined to be 70 million yen by the resolution adopted at the 73rd Ordinary General Meeting of Shareholders held on June 29, 2021. The number of Directors (excluding External Director (Independent)) who are eligible recipients upon the close of the Ordinary General Meeting of Shareholders was 4.
- (4) In addition, the maximum annual amount of the performance share unit was determined to be 70 million yen by the resolution adopted at the 76th Ordinary General Meeting of Shareholders held on June 25, 2024. The number of Directors (excluding External Director (Independent)) who are eligible recipients upon the close of the Ordinary General Meeting of Shareholders was 3.

• The ratios of (1) Basic Remuneration, (2) Performance-based Bonus, (3) Restricted Stock compensation and (4) Performance Share Unit are as follows, when the performance-based bonus is at the level of the reference value.

◆(1) Basic Remuneration 55 to 56%; (2) Performance-based Bonuses 14%; (3) Restricted Stock 19 to 20%; (4) Performance Share Unit 11 to 12% (Assuming the (2) Performance-based Bonus is at the level of the reference value, the higher the position is, the lower the ratio of basic remuneration.)

The retirement allowance system for officers was abolished by the resolution adopted at the 57th Ordinary General Meeting of Shareholders held on June 29, 2005.

【Support System for External Directors (External Audit & Supervisory Board Members)】

Updated

• For our External Directors, the Management Planning Department distributes documents setting out the proposals presented to Board of Directors' meetings in advance and gives prior briefings on important matters.

• As a system to support our Audit & Supervisory Board Members, including the External Audit & Supervisory Board Members, we have established an administrative office with dedicated staff. In addition, the prior briefings for our External Audit & Supervisory Board Members on the proposals presented to the Board of Directors' meetings are conducted by our Internal Audit & Supervisory Board Members.

• In addition, we have set requirements about materials to be submitted to the Board of Directors and let submitters know the requirements, as part of our improvement efforts to make the focus of debate easy to understand.

• We also actively support our External Directors and External Audit and Supervisory Board Members by providing them with opportunities to visit our business locations for interactions, discussions, and communications with our Directors and employees of the operating department in order to provide them with insight into status of our Group's business and its risks and opportunities.

【Status of persons who have resigned from positions such as President and Representative Director】

Details of Disclosure on Policy for Determining the Amount or Calculation Method for Compensation

Updated

Name	Title/Position	Services	Work style and conditions (Full-Time, Part-Time, Remuneration, etc.)	Date of resignation as President, etc.	Term
Yoshikata Tsukamoto	Honorary Chairperson	They offer their opinions and advice in response to requests from the Company's management. In addition, some of them serve in positions at external organizations. [Major public office positions] Special Advisor to the Kyoto Chamber of Commerce and Industry Chairman, Nihon Body Fashion Association Chairman, Kyoto Costume Institute	Full-time with remuneration	Jun. 29, 2022	1 year update

The total number of former Presidents, Representative Directors, etc. serving as advisors, consultants, etc.:

1

Other Matters

2. Matters Concerning Functions of Business Execution, Audits/Supervision, Nomination and Decisions etc. Compensation (Outline of Current Corporate Governance System)

Updated

• The following situation regarding our current corporate governance structure is described at the end of this report using charts and graphs, reflecting the system as of the close of the 76th Ordinary General Meeting of Shareholders held on June 25, 2025.

- (1) <Outline of Current Corporate Governance System><Outline of the Board of Directors and Other Organizations> (Same as above)
- (2) <Outline of the Board of Directors and Other Organizations>< Status of Audit>
- (3) <Status of Activity of the Board of Directors, Nomination of Directors Advisory Committee and Remuneration of Directors Advisory Committee>
- (4) < Status of Audit>

3. Reasons for Using the Current Corporate Governance System

• We have selected the institutional design of a Company with Board of Auditors based on the Companies Act and adopted a governance system with the Board of Directors, comprising Internal Directors with expertise in our business and External Directors with diverse career backgrounds, as well as with the Audit and Supervisory Board, which includes external members. We believe that this governance system is effective for supervising and auditing business execution by each group company as the holding company and for achieving and maintaining management with higher quality.

• We have also established the Nomination of Directors Advisory Committee and the Remuneration of Directors Advisory Committee as advisory bodies to the Board of Directors and have had External Directors constitute the majority and serve as chairpersons at both, thus enhancing their fairness, independence, and objectivity.

III. Status of Implementation of Measures related to Shareholders and Other Stakeholders

1. Initiatives to Revitalize General Meeting of Shareholders and to Facilitate Exercise of Voting Rights

Updated

	Supplementary Information
Early Delivery of Convocation Notice for the General Meeting of Shareholders	We post our convocation notice on the Company's website and promptly send it out no later than three weeks (the legal requirement is two weeks) prior to the meeting in order to ensure sufficient time to examine the agenda items.
Exercise of Voting Rights by Way of Electromagnetic Means	Since the 68th Ordinary General Meeting of Shareholders held on June 2016, we have adopted the way of exercising voting rights using electromagnetic devices (e.g., personal computers, smartphones, tablet devices).
Participation in Platform for Exercising Voting Rights by Electronic Means and Other Efforts toward Improving Environment for Exercise of Voting Rights by Institutional Investors	Since the 68th Ordinary General Meeting of Shareholders held on June 2016, we participate in the "Platform for Exercising Voting Rights" managed by ICJ, Inc.
Provision of Convocation Notice (Summary) in English	We submit the English version (full text) of the convocation notice to the Tokyo Stock Exchange. We also post on our website since the 74th Ordinary General Meeting of Shareholders held on June 2022.

2. IR Activities

Updated

	Supplementary Information	Explanation by Representative
Preparing and Disclosing Disclosure Policy	The "Basic Policy on Information Disclosure" is posted and published on the Company's website as shown in the following link. https://www.wacoalholdings.jp/en/ir/management/discloser/	
Holding Regular Briefing Sessions for Individual Investors	A briefing session is held for individual investors around once a year. In the fiscal year ended March 31, 2025, a hybrid (face-to-face and online) seminar was held in December 2024. We also deliver information that is useful for making investment and other decisions at our website.	No
Holding Regular Briefing Sessions for Analysts and/or Institutional Investors	Briefing sessions on financial results, management policies and strategies are held by the Representative Director, President and CEO and CFO (Representative Director, Vice President, Executive Officer and CFO) are held every quarter. In addition, a follow-up meeting is held by the Representative Director, Executive Directors, and Corporate Officers after the announcement of first-half and full-year financial results, respectively. In the fiscal year ended March 31, 2025, meetings were held for improving profitability and capital efficiency. In addition to the above, External Directors hold an engagement meeting once a year. In the fiscal year ended March 31, 2025, this meeting was held in March 2025.	Yes
Holding Regular Briefing Sessions for Foreign Investors	We encourage foreign investors to participate in briefings for analysts and institutional investors, which are held every quarter. We also attend conferences held by securities firms and other entities as appropriate, and in addition, hold face-to-face or online meetings individually as needed.	Yes
Uploading IR Materials on Company Website	Statutory and voluntary disclosure materials (including convocation notice for the general meeting of shareholders, annual securities report (quarterly report), timely disclosure materials, financial statements (reports of quarterly financials and results), integrated report, and bellwether indicators such as monthly sales data) are posted on the Company's website. In addition, we provide a video presentation of management policy and strategy by the Representative Director, President and CEO in the second quarter and fourth quarter of each fiscal year, and a video presentation of financial results by the CFO (Representative Director, Vice President, Executive Officer and CFO) on a quarterly basis. ◆ Investor Relations https://www.wacoalholdings.jp/en/ir/	
Division (Person) in charge of IR	We have set up an IR section in the Corporate Communication Department and assigned full-time dedicated staff.	

	<p>◆ Director of Investor Relations CFO (Representative Director, Vice President, Executive Officer and CFO) Akira Miyagi</p>
Other	<p>Business briefings and factory tours are held by our Directors as appropriate in response to requests from analysts and institutional investors. In the fiscal year ended March 31, 2025, a tour of Wacoal Manufacturing Japan Corp. (Fukui Sakai Factory) was given in March 2025.</p>

3. Initiatives to Respect Interests of Stakeholders

Updated

	Supplementary Information
Provisions of Internal Rules for Respecting Interests of Stakeholders	<p>Our Group has established the "Wacoal Code of Ethics" and the "Corporate Ethics: Wacoal's Code of Conduct," which stipulate respect for the positions of stakeholders.</p> <p>◆ Wacoal Code of Ethics and Corporate Ethics: Wacoal's Code of Conduct https://www.wacoalholdings.jp/en/group/compliance/</p> <p>We also believe that in order to deepen relationships of mutual trust with all stakeholders, it is important to engage in constructive dialogue aimed at enhancing corporate value for mutual benefit. In addition, opportunities for dialogue with stakeholders and policies are posted on our website.</p> <p>◆ Engagement with Stakeholders https://www.wacoalholdings.jp/en/sustainability/talk_with_stockholder/</p>
Implementation of Environment Conservation Activities, CSR Activities, etc.	<p>We have established 11 materialities (material issues) with our customers, our employees, the environment, society, and governance as targets. These will serve as our benchmarks until 2030 for our business' growth and our work to achieve a sustainable society.</p> <p>◆ Material Issues https://www.wacoalholdings.jp/en/ir/management/materiality/</p> <p><Environment Conservation Activities> The Corporate Communications Department has been appointed to promote sustainability, and is actively driving the group's sustainability activities. Our Group discloses information on the four areas of governance, strategy, risk management, and metrics and targets in accordance with the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD).</p> <p><Promotion of Social Responsibility in the Supply Chain> To fulfill our social responsibility throughout the supply chain, we are committed to responsible procurement with our suppliers around the world. We believe that meeting society's expectations and promoting CSR procurement together with our contract manufacturers will maximize the common interests of all of our partners involved in the supply chain, contributing to the sustainable growth of both our partners and ourselves. Based on this belief, in March 2019 we began to disclose basic information about the factories of our contract manufacturers, who have approved of the disclosures, on our website.</p> <p><Initiatives to Ensure Respect for Human Rights> Since its founding, the Company has been built on a basic policy of management based on mutual trust and management with respect for humanity, aiming to build a sustainable society by contributing to the healthy, rich daily lives of each customer through the products and services it provides. In the fiscal year ended March 31, 2024, we conducted a human rights risk assessment and identified our Group's three important themes of human rights through discussion with a third-party organization.</p> <ul style="list-style-type: none"> • Human rights theme 1: Continuing understanding of human rights issues in our procurement supply chain • Human rights theme 2: Improvement of workplace environment for employees in the workplace and sales staff at stores • Human rights theme 3 Respect for consumers' human rights and diversity <p>Among them, with respect to "Understanding of the human rights issues of foreign workers" in "Human Rights Theme 1: Continual understanding of human rights issues in the procurement supply chain," it was deemed necessary to take a step beyond our usual CSR procurement activities. In response to this result, we conducted a human rights impact assessment in the fiscal year ended March 31, 2025. We are currently examining corrective and remedial measures with target factories. We will continue to pursue initiatives to build and operate human rights due diligence.</p> <p>Details of our sustainability activities are posted on our website and in our integrated report.</p> <p>◆ Sustainability Site https://www.wacoalholdings.jp/en/sustainability/</p> <p>◆ Integrated Report</p>

<https://www.wacoalholdings.jp/en/ir/library/ar/>

Formulation of Policies for Disclosure of Information to Stakeholders

The Wacoal Group has established the "Wacoal Code of Ethics" for Directors and employees of corporate entities in Japan and overseas. In the "Public Disclosures and Communications" section, we are committed to ensuring that stakeholders are fully informed through timely and appropriate disclosure of the information they need. In addition, we have established a basic policy on information disclosure and actively provide information to our stakeholders while fulfilling the requirements of relevant laws and regulations.

◆ Basic Policy on Information Disclosure

<https://www.wacoalholdings.jp/en/ir/management/discloser/>

Other

<Promotion of diversity and inclusion>

Our Group is working to build a sound corporate culture and a robust management structure by pursuing a system that enhances job satisfaction for all employees while optimizing both the quantity and quality of human capital. We are implementing human resource policies that leverage our employees' diversity in the organization's decision-making in response to the rapidly changing market. We accept diverse human resources and values, deepen mutual trust, and aim to create a work environment where each and every employee can fully demonstrate their abilities, expand diverse career paths and work options, and introduce a new personnel evaluation system.

◆ Promotion of DE&I

https://www.wacoalholdings.jp/en/sustainability/talk_with_stockholder/

IV. Matters Regarding the Internal Control System

1. Basic Concept of the Internal Control System and its Status

Updated

<Development of internal control systems>

• Pursuant to the provisions of Article 362, paragraph (4), item (vi) of the Companies Act, we make ongoing efforts to improve the systems necessary to ensure that Directors execute their duties efficient and in compliance with laws and regulations and the Articles of Incorporation. We also review other systems prescribed by the applicable Ordinance of the Ministry of Justice, including systems necessary to ensure the properness of operations by the corporate Group consisting of the Company and its subsidiaries, every fiscal year in an effort to build more appropriate, efficient systems.

<Systems for Ensuring the Proper Operation of the Company and Situations of the Operation of the Systems (Fiscal year ended March 31, 2025)>

(1) System to ensure the adherence to laws, regulations, and the articles of incorporation by directors and employees in their execution of duties

1. To ensure that all Directors and employees of the business group comprised of the Company and its subsidiaries (the "Wacoal Group") comply with laws and regulations and the Articles of Incorporation and conduct business based on sound social norms, We have enacted the "Wacoal Code of Ethics" and the "Corporate Ethics: Wacoal Standards of Conduct."

(Operating Results)

• In June 2022, we reviewed the framework of the Wacoal Group's management philosophy (The WACOAL Way). In April 2024, we revised the Corporate Ethics: Wacoal's Code of Conduct into the 7th Edition. We took these and other steps to instill the Code of Conduct among domestic and overseas subsidiaries. In the fiscal year ended March 31, 2025, we provided job-class-specific group training and e-learning and undertook awareness-raising activities such as continuing the periodical delivery of the Group compliance newsletters (Compliance Kawaraban).

2. We have set up the Corporate Ethics and Risk Management Committee, which is overseen by the Representative Director and President as the general supervisor and chaired by the Representative Director and Deputy President in charge of Group Business Management, for the purpose of considering compliance issues that will have a serious impact on the Wacoal Group, instilling and raising awareness of corporate ethics, and facilitating the integrated management of the Wacoal Group's management risks.

(Operating Results)

• To establish and operate a compliance system specifically, we have set up a Subcommittee for Compliance under the Corporate Ethics and Risk Management Committee. This Subcommittee meets every quarter for considering methods of raising awareness of compliance and how to handle matters about which whistle was blown. In the fiscal year ended March 31, 2025, this Subcommittee met four times in total, or in June, September, December, and March. Further, this Subcommittee specified February every year as the corporate ethics month, starting in the fiscal year ended March 31, 2025. To instill the Corporate Ethics: Wacoal's Code of Conduct, the Subcommittee carried out awareness-raising activities by using the intranet to expand opportunities to inform employees of the Code of Conduct and providing e-learning.

3. A system is in place, permitting Directors and employees of the Wacoal Group to report immediately to the Legal and Compliance Dept. whenever they have found a compliance problem that may violate the Wacoal Code of Ethics or the Corporate Ethics: Wacoal's Code of Conduct. This system includes an in-house whistle-blower system (corporate ethics hotline, whose contact offices are the Legal and Compliance Dept. and an external law firm). In response to a report or whistle-blowing, the Legal and Compliance Dept. investigates into its details and consult with the department in charge before determining measures to prevent its recurrence. Important problems are submitted to the Corporate Ethics and Risk Management Committee for deliberations, and results of deliberations are submitted to the Board of Directors and the Audit and Supervisory Board.

(Operating Results)

• The details of matters subject to whistle-blowing and measures taken in response to them are all reported to the Subcommittee for Compliance and the Corporate Ethics and Risk Management Committee. They are also reported to the Board of Directors and the Audit and Supervisory Board on a quarterly basis.

• We inform employees of domestic subsidiaries of the in-house whistle-blower system via the Group's compliance newsletters (Compliance Kawaraban) and confirm the extent to which the system is known to those of overseas subsidiaries by means of questionnaires and interviews. In addition to the above, we also inform employees of matters handled under the system at the end of each fiscal year via the intranet bulletin board.

4. In the Corporate Ethics: Wacoal's Code of Conduct, the Company stipulates that it firmly refuses requests from antisocial forces. Further, to deal with coercive claims from antisocial forces, we cooperate with external specialized institutions, collect and manage information about antisocial forces, and have established an internal system.

(2) System concerning the Storage and Management of Information related to Execution of Duties by Directors

1. With the approval of the Board of Directors, we have enacted "Document Management Rules" pursuant to which we store the following documents (including electromagnetic records, hereafter the same) along with any related materials:

◆ Minutes of the general meeting of shareholders, minutes of the Board of Directors' meetings, minutes of the Committee for Group Strategy, minutes of the Group Management Meeting, documents for which a Director is the final decision maker and any other documents prescribed in the "Document Management Rules"

2. The retention period and the place for storage of the documents prescribed in the preceding paragraph shall be subject to the "Document Management Rules", but such retention period shall be at least 10 years. The Directors and Audit & Supervisory Board Members shall have access to these documents at all times.

(Operating Results)

• Documents prescribed in the Document Management Rules are stored appropriately in accordance with these rules and are made available for viewing by Directors and Audit and Supervisory Board Members on a timely basis.

(3) Rules and Other Systems concerning Risk Management of Losses

1. In order to understand the management risk within the Wacoal Group in general and to improve and/or strengthen our risk management system, we have established a Corporate Ethics and Risk Management Committee, for which our Representative Director, President and CEO acts as the administrative manager and our Representative Director, Vice President and Executive Officer and CFO in charge of Group Business Management acts as the chairperson.

(Operating Results)

• In the fiscal year ended March 31, 2025, this Committee met five times in total, or in April, June, September, December, and March.

2. The Corporate Ethics and Risk Management Committee prescribes "Risk Management Basic Rules", subject to the approval of the Board of Directors, which form the basis for our risk management system. The Corporate Ethics and Risk Management Committee clarifies the responsibilities by risk category pursuant to these rules, and formulates a risk management system that thoroughly and/or comprehensively controls potential risk within the Wacoal Group.

(Operating Results)

• In accordance with the Risk Management Basic Rules, the Corporate Ethics and Risk Management Committee conducts scoring assessment of risks identified by the respective risk management organizations designated by the Committee, by using the Business Risk Evaluation Sheet and from the perspective of likelihood of occurrence and degree of impact. Risk items evaluated as having a significant potential impact on the management of the Wacoal Group are identified by the Corporate Ethics and Risk Management Committee and managed as the Group's Material Risks upon approval by the Chief Risk Management Officer.

3. The Corporate Ethics and Risk Management Committee regularly reports on the operations of the Wacoal Group's risk management system to the Board of Directors.

(Operating Results)

The Corporate Ethics and Risk Management Committee implements initiatives to reduce risks, identifies risks, monitors the status of implementation of measures to address them, and reports to the Board of Directors every quarter and as necessary. In the fiscal year ended March 31, 2025, the Committee reported to the Board of Directors five times in total, or in April, June, September, December, and March.

4. In order to formulate our basic policy on issues related to sustainability surrounding the Wacoal Group, we have established a Sustainability Committee, for which our Representative Director, President and CEO acts as the administrative manager and the chairperson.

5. The Sustainability Committee meets regularly on the same day as a meeting of the Board of Directors is held, to formulate specific measures, monitor progress, and evaluate the status of achievement based on our basic policy on sustainability issues including climate change, global environmental issues and human rights issues.

(Operating Results)

In the fiscal year ended March 31, 2023, we created the Sustainability Committee, under which we have accelerated initiatives to achieve both solutions to social issues through business and corporate growth. In the fiscal year ended March 31, 2025, this Committee met five times in total, or in May, August, September, February, and March, and conducted monitoring and assessment of specific initiatives to address sustainability-related issues.

6. The Board of Directors oversees the implementation of strategies related to the allocation of management resources and the business portfolios to ensure that the initiatives of the Sustainability Committee contribute to sustainable growth.

(4) System to Ensure Effective Execution of Duties by Directors

1. The Board of Directors consists of a diverse group of Directors, taking into account gender, international experience and background, professional experience, age and other factors, while ensuring that the Directors have the requisite balance of skills, such as knowledge, experience and expertise, each in light of management strategies.

2. Independent External Directors shall include those who have management experience at other companies, and in order to enhance appropriate decision-making by our Directors, at least one-third of all Directors shall be independent External Directors.

(Operating Results)

•Five of eight Directors are Independent External Directors, so that decisions are made in a highly transparent manner.

3. In addition to decision-making on significant matters as stipulated in the applicable laws and regulations and/or our Articles of Incorporation, the Board of Directors formulates a management plan to be shared by the Directors and/or employees within the Wacoal Group based on consideration of medium- to long-term management strategies and social issues, directs courses of action and performance targets in the medium to short-term that are consistent with this plan and supervise the progress of its implementation.

4. The Group Management Meeting is responsible for the group's management strategies and other important management issues under the medium- to long-term management strategies determined by the Board of Directors. In addition, as for the important matters to be resolved at the Board of Directors, such as the Wacoal Group's management philosophy, management policy, business strategy, medium- and long-term management strategy, which is positioned as the core, and the allocation of management resources, the Board of Directors consults with the Committee for Group Strategy, in which President and CEO (Group CEO) acts as the Chair and all independent officers (External Directors (Independent) and External Audit and Supervisory Board Members (Independent)) attend to fully discuss from various perspectives and provide their advice. The Committee also monitors the progress of the contents of the report and supervise that appropriate adjustment is made in a timely manner

(Operating Results)

•Based on the medium- to long-term management strategies of the Wacoal Group, the persons responsible for business execution (internal Directors and Corporate Officers) fully deliberate on important management issues through the Group Management Meeting, which is followed by decision-making at a meeting of the Board of Directors. In addition, the Committee for Group Strategy met again as in the fiscal year ended March 31, 2024 for full and multifaceted deliberations on important matters for resolution at the Board of Directors as well as major management issues and other issues, including business model reforms, growth strategies, and asset reduction that are positioned at the core of the Revised Medium-Term Management Plan, and reported to the Board of Directors. In the fiscal year ended March 31, 2025, this Committee met 16 times in total, or every month from April to March (two times in August and October and three times in November).

5. We will follow the business results of each Wacoal Group company on a monthly basis and report back to the Board of Directors. In addition, we hold quarterly meetings of the Quarterly Achievements Review Meeting, in which we review and confirm the quarterly business results and the implementation of measures and policies, and consider enhancement measures as may be necessary.

(Operating Results)

•Meetings for confirming quarterly financial results are held on a quarterly basis to confirm financial results and the status of implementation of measures and to implement the necessary improvement measures.

6. In the specified wholly owned subsidiaries of the group, we establish appropriate and efficient system by delegating authority and clarifying responsibilities through the executive officer system.

(5) System to Ensure Appropriate Business Conduct within Group Companies

1. We have enacted our "Group Management Rules", which prescribes basic policies regarding the management of Group companies and matters to be decided by our Board of Directors, as well as matters to be reported to the Company and manages our Group companies in accordance with the rules.

2. We conduct any intercompany transaction fairly in compliance with laws and regulations, accounting principles and the tax system.

(Operating Results)

•Final decisions and matters to report at the Company and its subsidiaries are managed appropriately in accordance with the Group Company Management Rules. In addition, we have stipulated rules to ensure the fairness of intra-group transactions in the Group Company Management Rules and informed employees of the rules.

3. Our audit office will conduct audits of operations within the Wacoal Group, including audits of the establishment and/or operation of our compliance system and risk management system, and will report the results of its audits to the Board of Directors and the responsible departments and give guidance and/or advice related to the above to Group companies to ensure appropriate conduct of business.

(Operating Results)

•The Audit Office sets an audit plan for each fiscal year and conducts business audits and internal control audits of the Company and domestic and overseas subsidiaries.

4. Our foreign subsidiaries will comply with the laws and regulations of their respective home countries and will adopt a system that is in line with our policies to the extent reasonable.

(6) Matters concerning Assistants to Audit & Supervisory Board Members

1. Audit & Supervisory Board Members may appoint employees of the Company as their assistants who are to assist the duties of the Audit & Supervisory Board Members.

(Operating Results)

•In response to requests from Audit and Supervisory Board Members, the Audit Office supports their duties as needed.

•We have not assigned assistants to Audit and Supervisory Board Members because they have not requested that such personnel be allocated.

2. Such assistants shall serve on a full-time basis. In order to ensure the effectiveness and independence of such assistants, decisions on personal affairs, including appointment, evaluation, relocation and discipline of such assistants will be subject to the consent of the Audit & Supervisory Board Members.

(7) Reporting System of Directors and Employees to the Audit & Supervisory Board Members and Other Systems related to the report to Audit & Supervisory Board Members

1. Directors of the Wacoal Group shall promptly report to the Audit & Supervisory Board Members if they become aware of a material fact that violates the applicable laws and regulations and/or Articles of Incorporation of each company, misconduct or a fact that may cause significant damage to any company of the Wacoal Group.

2. Employees of the Wacoal Group may directly report to the Audit & Supervisory Board Members if they become aware of a material fact that violates the applicable laws and regulations and/or Articles of Incorporation of each company, misconduct or a fact that may cause significant damage to any company of the Wacoal Group. Any employee who makes such report will not be at a disadvantage for the reason of making such report.

3. Through the reporting of the following matters in addition to statutory matters to the Audit & Supervisory Board Members by Directors and employees of the Wacoal Group, we strive to have the Audit & Supervisory Board Members audit conducted effectively.

- a. Matters referred to the Committee for Group Strategy and the Group Management Meeting
- b. Monthly and quarterly Group management conditions
- c. Results of audits of operations
- d. The condition of our internal alert system
- e. Other significant matters

(Operating Results)

• Audit and Supervisory Board Members attend major meetings and receive reports on matters submitted for deliberations and management status.

• Audit and Supervisory Board Members also receive reports on results of business audits by the Audit Office and matters that were reported under the in-house whistle-blower system as necessary.

(8) Other Systems to Ensure Effective Audit by the Audit & Supervisory Board Members

1. The majority of the Audit & Supervisory Board Members of the Company will be independent External Audit & Supervisory Board Members to enhance the transparency and neutrality of audit.

2. The Audit & Supervisory Board Members may order employees who belong to the audit office to perform any tasks that are required to provide their services. In addition, the Audit & Supervisory Board Members may request the Company for reimbursement of expenses incurred for performing their duties.

(Operating Results)

• The Company pays all of the expenses that Audit and Supervisory Board Members necessarily incur in fulfilling their duties.

3. Audit & Supervisory Board Members will attend meetings of the Board of Directors and may also attend other primary meetings of the Wacoal Group.

4. The Audit & Supervisory Board Members will regularly meet with the audit office and the Accounting Auditor to receive reports and to exchange opinions.

5. The Audit & Supervisory Board may consult legal counsel, certified public accountants, consultants or other outside advisors as it deems necessary.

(Operating Results)

• We have increased the effectiveness of audits by appointing three Independent External Audit and Supervisory Board Members among five Audit and Supervisory Board Members.

• Audit and Supervisory Board Members attend meetings of the Board of Directors and other important meetings. They also interview Directors, conduct onsite audits of subsidiaries, and take other actions. In addition, they host meetings of Group Audit and Supervisory Boards and regularly receive reports from Audit and Supervisory Board Members of domestic Group companies.

• Audit and Supervisory Board Members exchange information and opinions with accounting auditors and the Audit Office both regularly and as necessary.

2. Basic Concept of Efforts against Antisocial Forces and its Status

The "Corporate Ethics: Wacoal's Code of Conduct" prescribes that the Company shall firmly refuse to comply with demands of antisocial forces. In order to handle unjust demands from antisocial forces, we cooperate with specialized external institutions, collect and control information related to antisocial forces and are building an internal system.

V. Other

1. Adoption of Takeover Defense Measures

Adoption of Takeover Defense Measures

No

Supplementary Information

2. Other Matters Concerning Corporate Governance System

Updated

The following is an overview of the Company's internal system for timely disclosure:

(1) Basic Policy on Information Disclosure

• We are well aware that timely and appropriate disclosure of information is the foundation for building trust with all stakeholders and is a prerequisite for obtaining a proper evaluation of our corporate value. We are actively engaged in disclosure while fulfilling the requirements of related laws and regulations.

• The "Basic Policy on Information Disclosure" based on this policy is posted on the Company's website.

◆ Basic Policy on Information Disclosure <https://www.wacoalholdings.jp/ir/management/discloser/>

• In addition, the "Wacoal Code of Ethics," which is intended for our Directors and employees of domestic and overseas subsidiaries, a section on "Public Disclosures and Communications" is included, indicating the following.

<Directors and employees are responsible for providing fair and accurate corporate information in a timely, appropriate and easily understandable manner. At the same time, they are responsible for ensuring that the content of all announcements made by the Company is fair, complete, accurate, and easily understandable, and that they are made promptly. In addition, Directors and employees must strive to receive and incorporate society's evaluations and expectations of Wacoal into our business activities.>

• Further, in the Corporate Ethics: Wacoal's Code of Conduct, we have included sections, "Appropriate Information Disclosure" and "Appropriate Protection and Management of Information." In April 2024, we revised it with the 7th Edition and raised awareness of the importance of the prompt disclosure of accurate information to shareholders and investors, prohibition of insider trading, appropriate accounting procedures, protection of personal information, and ensuring information security. We also strive to provide practical training and Group training on corporate ethics for large numbers of employees and have managers give relevant guidance.

• For details, please refer to our website.

◆ Wacoal Code of Ethics and Corporate Ethics: Wacoal's Code of Conduct <https://www.wacoalholdings.jp/group/compliance/>

(2) <Response to Timely Disclosure and Establishment of Internal System>

• We have established the following measures and internal system for important financial and non-financial information that requires timely disclosure.

1. Analysis of Timely Disclosure of Information

• Statutory disclosure items under the Companies Act and the Financial Instruments and Exchange Act, and important matters based on the Timely Disclosure System of Tokyo Stock Exchange.

• Matters to disclose derived from statutory disclosure (Integrated Report, etc.)

• Material information deemed necessary to be disclosed (information that is reasonably expected to have a material influence on investment decisions by investors)

2. Establishment of an internal system (Its schematic diagram is shown in the next page.)

• The Corporate Planning Dept., Corporate Communication Dept., Accounting Dept., and the Legal and Compliance Dept. are the responsible divisions for the management of information that is subject to timely disclosure.

• In accordance with the "Basic Policy on Information Disclosure" established within the Company, these departments shall promptly disclose such information after determining the relevant facts or after the occurrence, based on the confirmation provided by the Director of the Group Management Supervisor.

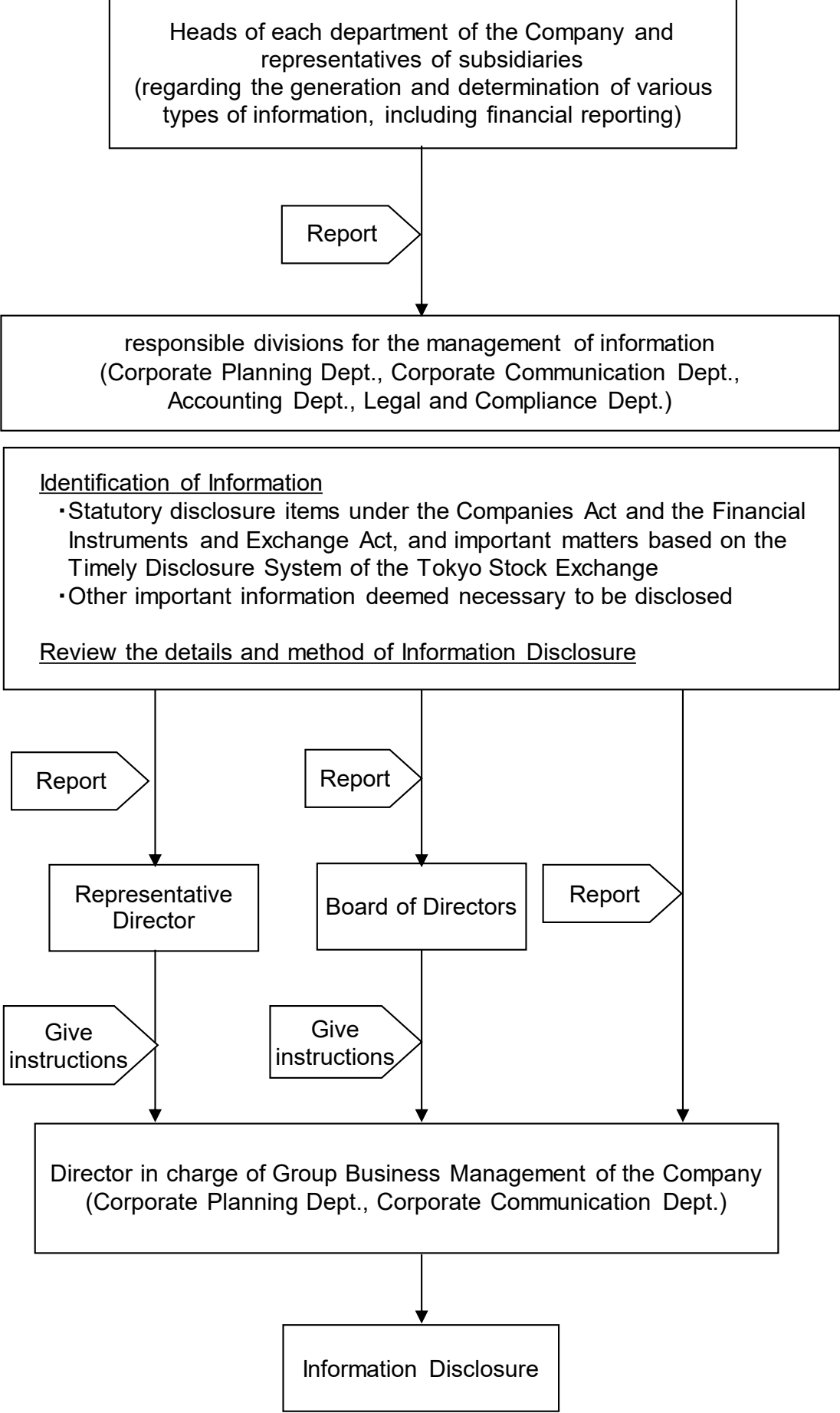
• Information related to financial results is disclosed, in principle, on the day of occurrence with the approval of the Board of Directors.

• Any facts that were determined or that occurred at our subsidiaries are reported to the Management and Planning Department by the representatives of such subsidiaries and are disclosed through the same procedures.

• The Management and Planning Department controls information regarding the determination of material policies of the Company and operations related to settlement of accounts, and also any events and facts, together with Corporate Communication Dept., the Accounting Dept.

• Also, our Legal/Compliance Department makes judgments regarding the importance of various information from a legal perspective and acts as the point of contact for the communication with the Tokyo Stock Exchange and the Financial Services Agency upon disclosure of such information.

Our group, internal arrangements for timely disclosure are as follows.



I. Basic Concepts, Capital Structure, Corporate Attributes and other Basic Information on Corporate Governance

1. Basic Concepts

<Disclosure Based on Certain Principles of Corporate Governance Code>

Updated

Principle 1.4. Cross-shareholdings	When companies hold shares of other listed companies as cross-shareholdings*, they should disclose their policy with respect to doing so, including their policies regarding the reduction of cross-shareholdings. In addition, the board should annually assess whether or not to hold each individual cross-shareholding, specifically examining whether the purpose is appropriate and whether the benefits and risks from each holding cover the company's cost of capital. The results of this assessment should be disclosed. Companies should establish and disclose specific standards with respect to the voting rights as to their cross-shareholdings, and vote in accordance with the standards
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(1) Policy regarding cross-shareholdings

- In order to enhance our medium- to long-term corporate value, we may hold shares of other companies as cross - shareholdings for the purpose of maintaining and enhancing our transactional relationships, building, maintaining and enhancing our cooperative and transactional relationships for business expansion, or maintaining stable financial transactions.
- In the Medium-Term Management Plan (Revised) disclosed in November 2023, we announced a policy to reduce our cross-shareholdings by over 30 billion yen (based on market value as of March 31, 2023) by the end of FY2026 and to limit the amount to less than 10% of consolidated net assets from the perspective of improving asset efficiency.

(2) Examination regarding cross-shareholdings

- We will examine whether the purpose of a cross -shareholding is appropriate from a medium- to long-term perspective and whether the benefit and risks related to such cross-shareholding are appropriate given the capital cost, and will report to the Board of Directors on a periodic basis. The Board of Directors will assess whether such shareholding contributes to the enhancement of our medium - to long-term corporate value based on the outcome of such examination, and will decide on whether to continue the cross-shareholding or to dispose of such shares. If our holding of any shares loses its significance, we will dispose of and reduce as appropriate our holding of such shares after considering the circumstances of the issuer. The Board of Directors will examine the significance on each individual company.
- For FY2025, the Board of Directors examined whether the earnings realized by holding each stock exceeded the Company's capital cost and whether such cross-shareholding contributes to the enhancement of our corporate value. Based on results of such examination, we proceeded to dispose of and reduce a total of 5 stocks that had diluted value amounting to approximately 20.5 billion yen (on a market value basis as of March 31, 2023).
- As a result, the number of cross-shareholdings and their monetary value recorded on the balance sheet (specified wholly owned subsidiary of the Company with the highest monetary value of investment stocks recorded on the balance sheet: Wacoal Corp.) at the end of the fiscal year ended March 31, 2025 were as shown in the table below.

	Fiscal Year ended March 2021	Fiscal Year ended March 2022	Fiscal Year ended March 2023	Fiscal Year ended March 2024	Fiscal Year ended March 2025
Number of stocks	75	65	60	50	45
Total balance sheet amount (Millions of yen)	50,114	46,000	43,944	47,541	35,588
Ratio to consolidated net assets	22.9%	20.3%	20.6%	22.1%	18.3%

(3) Criteria for exercising voting rights

- In voting any of the shares held for cross-shareholding purposes as to any agenda item, we will determine whether or not to vote in favor of such agenda item after closely examining comprehensively whether the relevant vote would contribute to the enhancement of the issuers and our corporate value, while fully respecting the issuers management policy. A close due diligence review will be performed in case an issuer releases Updated losses for certain consecutive periods, its shareholder value is significantly damaged as a result of reorganization, or there is a matter of serious concern regarding the issuers corporate governance such as a corporate scandal.

Principle 1.7 Related party transactions	When a company engages in transactions with its directors or major shareholders (i.e., related party transactions), in order to ensure that such transactions do not harm the interests of the company or the common interests of its shareholders and prevent any concerns with respect to such harm, the board should establish appropriate procedures beforehand in proportion to the importance and characteristics of the transaction. In addition to their use by the board in approving and monitoring such transactions, these procedures should be disclosed.
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- We prescribe guidelines on related party transactions and conduct periodic investigations regarding related parties. Any related party transactions are subject to the approval of the Board of Directors.

Supplementary Principle 2.4.1 Ensuring diversity within the company, including promoting the active participation of women (Ensuring diversity in the recruitment of core human resources, etc.)	Companies should present their policies and voluntary and measurable goals for ensuring diversity in the promotion to core human resources, such as the promotion of women, foreign nationals, and midcareer hires to middle managerial positions, as well as disclosing their status. In addition, in light of the importance of human resource strategies for increasing corporate value over the mid-to long-term, companies should present its policies for human resource development and internal environment development to ensure diversity, as well as the status of their implementation.
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(1) Ensuring diversity

- Our Group is working to build a sound corporate culture and a robust management structure by pursuing a system that enhances job satisfaction for all employees while optimizing both the quantity and quality of human capital.
- We accept diverse human resources and values, deepen mutual trust, and aim to create a work environment where each and every employee can fully demonstrate their abilities. We will continue to increase career path diversity and workstyle options and implement human resource measures that make it possible to leverage the diversity of our employees in making organizational decisions in response to the rapidly changing market.

□ <Appointing women to officers>

- Our Group has established a workplace environment that is appropriate and in line with women's unique life stages, promotes more flexible work styles, and has instituted a system for promotion and advancement based on ability and performance, regardless of gender or age.
- In September 2024, Wacoal Corp., which is the Company's major operating company and specified wholly owned subsidiary, reviewed and newly established a general employer action plan based on the Act on the Promotion of Women's Active Engagement in Professional Life. As of April 1, 2025, the percentage of women in managerial positions (Manager and higher level) was 38.6%, exceeding 30%. However, we believe that the persistently low ratio of women in managerial positions (General Manager and higher level), who are involved in more important decision-making, is an issue. We will therefore expand our initiatives to increase the ratio of women in General Manager or higher positions to 30% or higher by the fiscal year ending March 31, 2029. In doing so, we aim to optimize our decision making while simultaneously increasing diversity.
- To reflect the values of diverse human resources in management decision-making, we identify human resources with a high level of leadership at an early stage, regardless of their gender and age. At the same time, we continue to provide training opportunities for senior management candidates. In addition, while supporting the autonomous development of employees, we have them experience diverse businesses and duties to facilitate the development of career awareness on an ongoing basis, as part of our efforts to train future candidates for senior management.
- The percentage of women in managerial positions and gender gap in wages at our major domestic subsidiaries in the fiscal year ended March 31, 2025 are as shown in the table below. The Wacoal Group does not differentiate the amount of wages between men and women who play the same role. For example, in the case of Wacoal Corp., the wage gender gap has women earning 90.0% of the remuneration of men in managerial positions and 72.7% in career-track positions. However, the gap is wider based on the classification in the table below mainly due to the following reasons.
 1. The ratio of women in managerial positions is low (38.6%).
 2. The ratio of women who joined the company within the last ten years (59.2%) has been increasing, mainly reflecting the growing ratio of women among those who join the company as new graduates.
 3. Women constitute a substantial majority among sales clerks, whose average wage level is lower than those in career-track positions.

Name of Subsidiary	Ratio of Female Employees in Managerial Positions (%)	Ratio of Male Employees Taking Child-rearing Leave (%)	Differences in Wages between Male and Female Employees (%)		
			All Employees	Full-time Employees	Part-time/fixed-term contract employees
Wacoal Corp. (including the Company)	38.6	66.7	49.1	49.9	52.7
Peach John Co., Ltd.	82.6	---	40.1	64.5	---
Wacoal Manufacturing Japan Corp.	0.0	0.1	92.1	92.7	88.9

- Please see our website for more information.

◆ Promotion of DE&I

(Action Plan Based on the Act on the Promotion of Women's Active Engagement in Professional Life)

<https://www.wacoalholdings.jp/en/sustainability/resource/diversity/>

◆ ESG Data Book (human resources (Diversity & Inclusion), Work-Life Balance, How to work and rest)

https://www.wacoalholdings.jp/en/ir/library/esg_presentation/

◆ [Ministry of Health, Labor and Welfare HP]

Database of women's participation in each company / "Wacoal Corporation" (*Japanese only*)

<https://positive-ryouritsu.mhlw.go.jp/positivedb/detail?id=284>

□ <Promotion of Foreign Nationals to Managerial Positions>

- Our group, as a corporate group operating in countries and regions around the world, appoints local personnel to the positions of representative (president) and key managerial positions in each of our overseas entities, including the U.S. and Europe. The representatives (president) of Wacoal Hong Kong Co., Ltd., Philippine Wacoal Corp. and Intimates Online, Inc. are served by female.
- We will continue to hire diverse local talent regardless of nationality and promote them to key managerial positions in order to expand our business from the customer's perspective and strengthen our competitive advantage in the overseas markets.

□ 【Promotion of midcareer hires to management positions】

- Our group believes, just as our predecessors have built today's corporate group without sticking to the precedents, that it would be the source of our competitiveness to continue to value a culture of boldness and daring to take on challenges, and to respect diversity which creates new value by bringing in new ideas.
- Wacoal Corp. is committed to lateral hires (recruitment of recent graduates with work experience and mid-career recruitment) as well as the recruitment of new graduates. Wacoal Corp. is continuing with its policy of using lateral hires for 30% to 50% of career track positions. It does this to secure human resources with expertise that is scarce, including senior management candidates, globally competitive human resources, and those with expertise in EC, DX, or new businesses, among others.
- Hiring Status at Wacoal Corp. (career-track positions):

		Fiscal Year ended March 2021	Fiscal Year ended March 2022	Fiscal Year ended March 2023	Fiscal Year ended March 2024	Fiscal Year ended March 2025
Lateral hires	Male	4	1	4	1	8
	Female	6	1	6	15	8
	Total	10	2	10	16	16
New graduates	Male	13	7	6	2	6
	Female	16	16	10	10	12
	Total	29	23	16	12	18
Lateral hire ratio		26%	8%	38%	57%	47%

(2) Human resource development and internal environment Improvement to ensure diversity

- For our group, which has established the majority of its value chains, spanning from basic research and product planning and development to materials procurement, production and sales, using the resources within our group, one of the most important management resources is "human capital," so maximizing our human resources is a key management initiative. We believe that realizing an attractive corporate culture in which each of the employees of our group can work while "being emotionally fulfilled", "feeling fulfillment in their work", and "maintaining motivation" will enable each employee to maximize his/her potential, produce organizational results such as improved productivity and competitiveness, and eventually lead to sustainable growth.
- Wacoal Corp. has introduced the "Meet My Career Program," which aims to enhance employee job satisfaction and energize the organization.
- In addition to conventional self-assessment, career interviews, training, personal development, and transfers, this program systematically offers employees opportunities to proactively develop their careers and explore new possibilities. They include the internal recruitment system, the internal career challenge system, which allows employees to request transfers to desired departments, the external career challenge system, which permits employees to gain experience not available internally by being transferred to companies and organizations outside the Group, the internal internship system, which allows employees to experience the work of other departments while remaining in their own division, the long-term leave system, and support for side jobs. The program is also aimed at providing opportunities to acquire and hone new skills and encouraging individuals to achieve diverse careers. In addition, for the internal recruitment system, we include Group companies among targets, thus expanding career options further, and have applied a mechanism that permits both employees and organizations to be proactive in career development and acquisition of human resources.
- On the other hand, in November 2024, we introduced the program for practical learning based on a management perspective, in which Executive Officers serve as mentors. Intended for employees in management positions, this program is provided as an opportunity to acquire knowledge about management strategies and business operations in a practical manner, so as to respect diversity and strengthen management capabilities and thereby boost competitiveness. Aimed at having trainees acquire the viewpoints and decision-making processes needed for management by linking them with issues faced on site, this program encourages next-generation leaders to change their mindset and broaden their

perspective. We also encourage employees at the General Manager level to participate in a program for the management, which is given in collaboration with an external training institution, to have them acquire external perspectives and further enhance their management capabilities.

- With respect to improving the internal environment, Wacoal Corp. believes that greater job satisfaction and a higher level of happiness serve as the driving force in achieving high productivity, and takes measures for achieving well-being as part of initiatives to improve employee engagement. In addition to helping employees balance work and childcare, we have introduced a super flexible working hours system without core time. At the head office, we introduced a Wacoal version of ABW, which facilitates efficient ways of working without constraints on office floors and areas, and apply work from home. These and other measures seek a change in behavior with an awareness of the need to improve labor productivity. At the same time, we focus our efforts on creating an organizational climate in which employees' diverse opinions and values are mutually accepted and in which individual employees are respected as business partners.
 - Meanwhile, for beauty advisors (sales clerks), we established a new system in August 2020. This system permits beauty advisors who have moved for personal reasons, including those recruited to work in specific areas only, to continue working in their new places of residence if they meet specific conditions. In April 2022, we began to operate the BA Alumni Network (BANK), a network of resigned beauty advisors, as a system that enables retirees to maintain a relationship with the company, such as receiving support for a return to work and introducing acquaintances.
 - Moreover, in October 2025 we plan to introduce the referral recruitment system, under which we recruit employees through referrals from active employees.
 - Please see our website for more information.
- ◆Promotion of DE&I (Respect for Diversity (Employment of people with disabilities, Participation from senior citizens) , including) <https://www.wacoalholdings.jp/en/sustainability/resource/diversity/>

Updated

<p>Principle 2.6. Roles of Corporate Pension Funds as Asset Owners r</p>	<p>Because the management of corporate pension funds impacts stable asset formation for employees and companies' own financial standing, companies should take and disclose measures to improve human resources and operational practices, such as the recruitment or assignment of qualified persons, in order to increase the investment management expertise of corporate pension funds (including stewardship activities such as monitoring the asset managers of corporate pension funds), thus making sure that corporate pension funds perform their roles as asset owners. Companies should ensure that conflicts of interest which could arise between pension fund beneficiaries and companies are appropriately managed.</p>
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- To fulfill the function expected of an asset owner of a corporation pension fund, the Company has established a Pension Committee, which is chaired by the Director and Corporate Officer In charge of Administrative Control of Wacoal Corp. and which consists of Directors in charge of financial affairs, personnel affairs, and accounting, among others, from the Company and Wacoal Corp. This committee reviews the asset management policies and policy asset mix, among others, on a quarterly basis.
- In addition, we use an external asset management consulting firm to complement our expertise and knowledge and ensure appropriate management. We also take steps to improve the expertise of our human resources involved in the management of corporate pension reserve (retirement assets).
- In the fiscal year ended March 31, 2025, we changed the asset structure by referring to the advice of an external asset consulting firm based on the asset management policies that we revised in the previous fiscal year (ended March 31, 2024). As a result, the level of interest rate has remained above the plan. We also deepened our discussion about the structure and size of future pension assets. In the ongoing term (fiscal year ending March 31, 2026), we will continue to discuss issues to address.

Updated

<p>Principle 3.1. Full Disclosure</p>	<p>In addition to making information disclosure in compliance with relevant laws and regulations, companies should disclose and proactively provide the information listed below (along with the disclosures specified by the principles of the Code) in order to enhance transparency and fairness in decision-making and ensure effective corporate governance:</p> <ol style="list-style-type: none"> Company objectives (e.g., business principles), business strategies and business plans; Basic views and guidelines on corporate governance based on each of the principles of the Code; Board policies and procedures in determining the remuneration of the senior management and directors; Board policies and procedures in the appointment/dismissal of the senior management and the nomination of directors and kansayaku candidates;and Explanations with respect to the individual appointments/dismissals and nominations based on iv)
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- The Company has a good understanding that timely and appropriate disclosure of information is the foundation for building trust with all stakeholders and is a prerequisite for obtaining a proper evaluation of the Company's corporate value. While fulfilling the requirements of relevant laws and regulations, the Company is actively disclosing corporate philosophy, management strategies, management plans, the basic concept on corporate governance, policies and procedures on compensation for directors, et c., and policies and procedures for nominating candidates for directors in Corporate Governance Reports, including English language responses.
- (1) Management Philosophy and Management Plan, etc.
 - **Please see "1. Basic Concepts" of this Report I and our website.**
 - ◆ Group Philosophy <https://www.wacoalholdings.jp/en/group/vision/>
 - ◆ Medium-to Long-Term Management Strategy <https://www.wacoalholdings.jp/en/ir/management/plan/>
 - ◆ Revised Medium-Term Management Plan https://www.wacoalholdings.jp/en/ir/management/mid_term_plan/
 - (2) Basic Concepts and Basic Policy on Corporate Governance
 - **Please see "1. Basic Concepts" of this Report I and our website.**
 - ◆ Corporate Governance <https://www.wacoalholdings.jp/en/group/governance/>
 - (3) Policies and Procedures on Compensation for Senior Management and Directors
 - Compensation for executive directors is linked to long-term shareholder interests and is managed and balanced appropriately and fairly to enhance the motivation of such executive directors to maximize the corporate value of the Company.
 - Our Director compensation system is designed and reported to the Board of Directors by the Remuneration of Directors Advisory Committee, which is chaired by an Independent External Director serves and in which Independent External Directors constitute the majority.
 - Independent Outside Directors and Audit & Supervisory Board Members who are independent from business execution receive only the fixed "basic compensation."
 - For more information on the compensation decision policy, refer to the ([Information on Director's Compensation] Policy for Determining the Amount or Calculation Method of Compensation) in "**1. Matters Concerning Organization Structure and Operations**" (**[Information on Directors' Compensation] Disclosed Details of Disclosure on Policy for Determining the Amount or Calculation Method for Compensation**) of this Report II.
 - (4) Policies and Procedures Regarding the Election and Removal of Senior Management and the Nomination of Candidates for Directors and Audit & Supervisory Board Members
 - We have set our own Criteria for Election of Directors, Criteria for Election of Audit and Supervisory Board Members, and Criteria for Dismissal of Directors and Audit and Supervisory Board Members. They are described in "**1. Matters Concerning Organization Structure and Operations**" (**Other Matters concerning Independent Officers under [Information on Independent Officers]**) of this Report II. Candidates for Director and Audit and Supervisory Board Member are reported to and determined by the Board of Directors, based on fair and rigorous deliberations by the Nomination of Directors Advisory Committee, which is chaired by an Independent External Director and whose majority members are Independent External Directors, in the case of Director candidates, and with the consent of the Audit and Supervisory Board in the case of Audit and Supervisory Board Member candidates.
 - Candidates are determined by considering the balance in light of management strategies before a list of candidates is submitted as an agenda item for the general meeting of shareholders. We have also created and published a skills matrix that lists the knowledge, experience, and expertise of each Director and Audit and Supervisory Board Member. Please refer to our website for the skills matrix.
 - ◆ The skills matrix of the Directors and Audit & Supervisory Board Members
<https://www.wacoalholdings.jp/en/group/governance/system/>
 - (5) Explanation of individual appointments/removals and nominations when the Board of Directors conducts appointments/removals and nominations of Senior Management, etc.
 - When the Board of Directors has adopted a resolution on the appointment/dismissal of senior management or nomination of a candidate for Director/Audit and Supervisory Board Member, we promptly disclose it.
 - The reasons for the election and nomination of individual candidates for Directors and Audit & Supervisory Board Members are stated in the convocation notice of the Ordinary General Meeting of Shareholders, along with the brief personal history of each candidate upon the expiration of their term of office. The reasons for the election and nomination of current External Directors and External Audit and Supervisory Board Members are stated in "**1. Matters Concerning Organization Structure and Operations**" (**[Information on Directors] Relationship with the Company (2) / [Information on Audit & Supervisory Board Member] Relationship with the Company (2)**) of this Report II.

Supplementary Principle 3.1.3 Full Disclosure	Companies should appropriately disclose their initiatives on sustainability when disclosing their management strategies. They should also provide information on investments in human capital and intellectual properties in an understandable and specific manner, while being conscious of the consistency with their own management strategies and issues. In particular, companies listed on the Prime Market should collect and analyze the necessary data on the impact of climate change-related risks and earning opportunities on their business activities and profits, and enhance the quality and quantity of disclosure based on the TCFD recommendations, which are an internationally well-established disclosure framework, or an equivalent framework.
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(1) The Company's initiatives towards sustainability

- In addition to responding to the demands of society, our group will strive to enhance our corporate value by promoting "sustainability management" that aims to both "solve social issues" and "achieve sustainable growth" through our business activities, viewing our efforts to address increasingly complicated and diversified social issues as future "growth opportunities".
- It is also important to increase the number of employees who can act with a clear vision of what the company should be and the company's mission should be in order to realize the enhancement of our group's corporate value. By increasing the number of employees practicing our management philosophy, we will achieve personal growth for each employee, as well as corporate growth.
- In line with our basic policies on issues surrounding sustainability, including climate change, global environmental issues, and respect for human rights, the Sustainability Committee, which was established in April 2022, develops specific measures to address these issues, monitors their progress, and evaluates outcomes. The committee is chaired by the Representative Director and President (supervisory manager) and meets every quarter on the same day as the meeting of the Board of Directors, in principle. On the other hand, the Board of Directors monitors the allocation of management resources and the implementation of strategies related to the business portfolio, so as to ensure that initiatives of the Sustainability Committee contribute to sustainable growth.
- We have also established 4 Steering Committees (Subcommittee for Carbon Neutral, Subcommittee for Resource Circulation, Subcommittee for CSR Procurement, Subcommittee for Human Rights, D&I) under the Sustainability Committee in order to strengthen our response to important sustainability issues. In FY2025, we mainly confirmed "plans to reduce greenhouse gas emissions associated with business activities," "initiatives towards realizing a circular economy," "promotion of responsible procurement activities and response to correction and improvement plans," and "issues and risks related to respecting and protecting human rights in the supply chain," and instructed the committee to set appropriate targets and manage specific progress.
- Please see our website for more information.

◆ Sustainability policy <https://www.wacoalholdings.jp/en/sustainability/>

◆ System for promoting Sustainability <https://www.wacoalholdings.jp/en/sustainability/system/>

◆ Material Issues <https://www.wacoalholdings.jp/en/ir/management/materiality/>

1. Climate change / global environment issues

- We believe that climate change, which has a significant impact on the Earth and our business activities, presents both risks to our group's management, and at the same time new business opportunities. In order to achieve a sound corporate development and a sustainable society, we are promoting initiatives to solve environmental issues and working to expand disclosure of environmental related information.
- Our group has set its own environmental activity goals for 2030, the "Environmental Goals for 2030" in order to promote efforts to solve increasingly serious climate change issues and realize a carbon-free society.

□ Environmental Goals for 2030

- i) In-house Emissions (Scope 1 & 2) "Net Zero" <Target: Domestic offices>
Gradually switch to renewable energy, aiming to achieve net zero in-house greenhouse gas emissions (Scope 1 & 2).
 - ii) Product disposal "Zero" <Target: Wacoal Corp. >
Aim for zero discarded products and promote efforts to reduce disposal of waste materials at plants.
 - iii) Environmentally friendly materials "50%" <Target: Wacoal Corp. >
Increase the percentage of environmentally friendly materials used to 50%, such as switching to recycled fibers and yarns.
 - iv) "20% Reduction" in Supply Chain Emissions (Scope 3) <Target: Wacoal Business (Domestic) >
Promote efforts with partner companies to reduce supply chain greenhouse gas emissions (Scope 3) by 20%.
- To reduce greenhouse gas emissions, we began to calculate the emissions (Scope 3) in the overall supply chain of Wacoal business (in Japan) in 2021. At the same time, we disclosed (Scope 1 and 2) emission reduction targets at domestic business locations for 2030, to ensure that we reduce greenhouse gas emissions in the supply chain as part of commitment to achieving a carbon-free society. In addition, in June 2022, we disclosed the (Scope 3) emission reduction targets of the overall supply chain of the Wacoal business (in Japan).
 - The Subcommittee for Carbon Neutral under the Sustainability Committee plays the leading role in considering specific action plans to achieve the greenhouse gas emission reduction targets. To achieve net zero emissions from domestic

business locations, which we set as a target, we have introduced solar power generation systems at Moriyama Distribution Center and Nagasaki Unzen Factory. We have also adopted a policy of switching to renewable energy at existing business locations, one by one. Further, because collaborations with suppliers will be indispensable, we will consider an action plan and process for the reduction and encourage suppliers to reduce greenhouse gas emissions.

- Please see our website for more information.

◆Response to Climate Change <https://www.wacoalholdings.jp/en/sustainability/environment/activities/>

2. Respect for human rights

- The Company has been built on its "founding spirit" of "Mutual Trust Management" and "Management Respecting Humanity". We are always deepening our basic understanding of human rights, "the right to live freely", and "the right to live as human beings" and practice these ideas through our corporate activities. The "Wacoal Group Human Rights Policy" was created based on the United Nations "Guiding Principles on Business and Human Rights" as a guideline for promoting human rights initiatives throughout the Group and fulfilling that responsibility.
- In April 2022, the Group became a signatory to the United Nations Global Compact (UNGC), proposed by the United Nations. At the same time, we have joined the "Global Compact Network Japan", a local network in Japan. We will support the ten principles in the four areas of "human rights," "labor," "environment," and "anti-corruption" set by the UNGC, and will enhance our efforts to resolve social issues and achieve sustainable development.
- In response to the expectations of society, the Company believes that CSR procurement with manufacturing contractors based on the concept of mutual trust and collaboration will maximize the common interests of manufacturing contractors and the Company, and this will contribute to the sustained growth of both sides. We are making an effort to actively engage in these activities. In addition, as the Group's common procurement policy, we set forth in the CSR Procurement Guidelines the promotion of transactions based on trust and collaboration with manufacturing contractors that emphasize consideration for social requirements including human rights, labor practices, the environment, and ethics.
- In the fiscal year ended March 31, 2024, we conducted a human rights risk assessment with the assistance of an outside expert and identified the following three important human rights themes that the Group should address as priorities:
Human rights theme 1: Continual understanding of human rights issues in the procurement supply chain
Human rights theme 2: Improvement of the work environment among employees in the workplace and beauty advisors
Human rights theme 3: Respect for the human rights and diversity of consumers
- The Company believes that the appropriate use and protection of personal information is an even more important social responsibility and established the Subcommittee for Information Security under the umbrella of the Corporate Ethics and Risk Management Committee. The initiatives of the Subcommittee for Information Security are as follows.
(Establishment of the Information Security Measures Organization, and formulation of the Personal Information Protection Policy and related provisions, implementation of education for employees, maintenance of systems to check the status of the operation of personal information and systems to respond to inquiries from customers in person, and making requests to customers, suppliers, and business consignees who handle personal information to protect information, with the same level of care that the Company takes.)
- Please see our website for more information.

◆Human Rights <https://www.wacoalholdings.jp/en/sustainability/rights/>

◆CSR procurement based on mutual trust and cooperation <https://www.wacoalholdings.jp/en/sustainability/csr/>

◆Personal Information Protection Policy <https://www.wacoalholdings.jp/en/privacy/>

3. Considerations for employees' health and work environment, and fair and appropriate treatment

- While the business environment surrounding the Company is growing increasingly uncertain, strategies related to human resources, who play key role in rapid transforming a business model, are only increasing in importance. In Japan, the working-age population is decreasing due to a decline in birthrates and the aging of society, and competition for talent is intensifying more than ever. It is therefore essential to formulate and implement a human resource strategy that makes us an attractive employer. To develop and institute bold structural reforms and growth strategies in parallel and more quickly, we are taking steps to help individual employees achieve personal development. At the same time, we are pressing forward with environment and climate reforms to link individual strengths to organizational strength.
- Wacoal Corp., which is a core operating company and a specified wholly owned subsidiary, has adopted as its basic policy on human capital management: Focus more on initiatives to connect individuals' strengths to organizational outcomes in addition to the personal development of individuals and realize a virtuous circle of growth of the company and investments in human resources and the growth of human capital. At the same time, we set the following five as priority tasks under the human capital strategy.
 - a, Recruit talent
 - b, Support growth (training, reskilling, career development)
 - c, Strengthen management capabilities
 - d, Promotion of DE&I
 - e, Achievement of well-being
- We are striving to make regular improvements to ensure fair evaluation and treatment. In the fiscal year ended March 31, 2025, we made an organizational decision to revise our systems related to the transition to a role-based grading system, the abolition of job categories and unification of treatment, and evaluations and treatment. We plan to introduce the systems in the ongoing term (fiscal year ending March 31, 2026). We believe this will lead to not only acquisition of talent from outside the company but also retention of internal human resources.
- Meanwhile, for beauty advisors (sales clerks), we established a new system in August 2020. This system permits beauty

advisors who have moved for personal reasons, including those recruited to work in specific areas only, to continue working in their new places of residence if they meet specific conditions. In April 2022, we began to operate the BA Alumni Network (BANK), a network of resigned beauty advisors, as a system that enables retirees to maintain a relationship with the company, such as receiving support for a return to work and introducing acquaintances. Moreover, in October 2025 we plan to introduce the referral recruitment system, under which we recruit employees through referrals from active employees.

- In consideration of health and the working environment, Wacoal Corp. is building a workplace environment that permits employees to lead an affluent life and to demonstrate their abilities to the full in their work. We support employees in balancing work and childcare and have developed an action plan based on the Act on Advancement of Measures to Support Raising Next-Generation Children, under which we advanced initiatives to achieve targets. As a result, Wacoal Corp. received the Platinum Kurumin Certification in 2018. In addition, we have introduced an extremely flexible working hours system without core time. At head office, we introduced a Wacoal version of ABW, which facilitates efficient ways of working without constraints on office floors and areas, and apply work from home, among other measures. We have thus built an environment that permits employees to work flexibly while requesting them to change their behaviors with an awareness of improvements in labor productivity.
- Further, under Wacoal GENKI Project 2025, we aim to improve the physical and mental well-being of employees and link achievements from the initiatives to higher productivity and improved employee engagement. While continuing with existing initiatives for maintaining and promoting good health, such as actions against lifestyle-related diseases, actions against cancer, and mental health measures, we are making further improvements to the environment for employees' voluntary health improvements. At the same time, we are stepping up efforts to raise society's awareness of health problems specific to women, including menstruation, pregnancy and childbirth, and health issues after childbirth, thus encouraging employees to change their health behaviors.
- Please see our website for more information.

◆ Initiatives to Maximize Human Capital <https://www.wacoalholdings.jp/en/sustainability/resource/>

◆ Promotion of DE&I

(including respect for diversity [employment of people with disabilities and active participation of seniors])
<https://www.wacoalholdings.jp/en/sustainability/resource/diversity/>

◆ Achievement of well-being (including Wacoal GENKI Project 2025)
<https://www.wacoalholdings.jp/en/sustainability/resource/wellbeing/>

4. Fair and proper transactions with business partners

- The Company has established its own "Wacoal Code of Ethics" and "Corporate Ethics : Wacoal's Code of Conduct" in order for officers and employees to comply with laws, regulations, and Articles of Incorporation, and to conduct business based on sound social norms, building a promotion system regarding compliance.
 - We revised the "Corporate Ethics: Wacoal's Code of Conduct" to its 7th edition in April 2024, in response to a review of the framework of the Wacoal Group's management philosophy and the changes in the environment surrounding our business. In the "Corporate Ethics: Wacoal's Code of Conduct," sections such as "Compliance," "Fair Business Relationships," "Appropriate Information Disclosure," and "Protect Company Assets" have been established. For example, it stipulates compliance with anti-corruption laws and regulations, prohibition of inappropriate profit giving and taking, insider trading, and conflict of interest activities.
 - Please see our website for more information.
- ◆ Fair Trade and Competition https://www.wacoalholdings.jp/en/sustainability/risk_management/fair_trade/

5. Crisis management for natural disasters, etc.

- This Company prescribes the "Risk Management Basic Rules," subject to the approval of the Board of Directors. The Committee clarifies the responsibilities by risk category pursuant to the rules, and formulates a risk management system that thoroughly and comprehensively controls potential risk within our group. The Corporate Ethics and Risk Management Committee scores and evaluates risks identified by the risk management organizations designated by the Committee, from the viewpoints of materialization probabilities and the magnitude of impact based on the Risk Management Basic Rules, using the Business Risk Evaluation Sheet.
- Risk items evaluated as having a significant potential impact on the management of the Wacoal Group are identified by the Corporate Ethics and Risk Management Committee and managed as the Group's Material Risks upon approval by the Chief Risk Management Officer (Representative Director and President). Subsequently, risk mitigation measures are implemented for each item identified as a Group's Material Risk through the Risk Response Subcommittee and others. Monitoring is conducted to see whether the risk management system is functioning effectively.
- The Company has also established the "Subcommittee for BCP and Disaster Control Measures" as a subordinate organization of the Corporate Ethics and Risk Management Committee. With the assumption of accidents and damage caused by natural disasters, this subcommittee focuses on business continuity management from the perspectives of prevention/mitigation, emergency/initial response, and recovery/restoration. This includes formulating BCPs for emergency prevention and responding to damage at major business sites, and monitoring risks related to crimes and scandals.
- The Company has introduced a safety confirmation service operated by a major security company, to enable the prompt confirmation of the safety of employees (and their families) and damage to business sites and ensure an appropriate initial response in the event of an earthquake, flood, typhoon (storm and flood), infectious disease, infrastructure failure, or similar event. The Company holds regular drills and uses the service for communication in the event of actual disasters.

The Subcommittee for BCP and Disaster Control Measures meanwhile plans to identify impacts of major disasters on the business once again and discuss the scenario for taking countermeasures in the ongoing term (fiscal year ending March 31, 2026).

(2) Investment in human capital and intellectual property

- The Wacoal Group has established a number of programs for supporting the personal development of each employee, such as providing learning opportunities and supporting career advancement, with the aim of transforming into a corporate entity where personal quality and the strengths of each employee are demonstrated. This was done under our basic policy on human capital management: Focus more on initiatives to connect individuals' strengths to organizational outcome in addition to the personal development of individuals and realize a virtuous circle of growth of the company and investments in human resources and the growth of human capital.
- Wacoal Corp. began to operate WACOAL TERA KOYA, a human resource development system, in April 2019 and has since been updating the system on an ongoing basis. In response to recent changes in customers' purchase behavior and needs, we conducted a sweeping review of our education and training system, seeking to develop human resources who can work in the new business environment.
- For the new system, we have redesigned the job-class-specific training into a program with options to choose from according to the stage of the employee's personal development. We have also set up a new Departmental Mastery Program, which is aimed at strengthening the expertise required of members of the organization. We have thus created a stronger system for translating the personal development of each employee into positive outcomes for the organization. In addition, we have increased opportunities for employees to participate voluntarily in the external programs for learning and interacting with people from other industries, which helps develop human resources who can adopt diverse perspectives and make highly innovative proposals. We have also begun the short-term dispatch of employees to business schools, building a mechanism in which selected employees acquire knowledge of business administration, marketing, and other fields and subsequently benefit the organization. Through these initiatives, we aim to achieve sustainable growth by developing human resources who will embody our management philosophy (The WACOAL Way) and create new value.
- We are training beauty advisors (store clerks), aiming to improve both their customer service capabilities (practical learning) and comprehensive human capabilities (moral philosophy). We began to provide training using tablet terminals in 2014. In 2020, we built an environment for real-time online training and meetings (with live images). Then, in April 2022, we began offering opportunities for autonomous personal development and career development by using a learning platform operated by an external training institution, as a means to increase employee motivation. In addition to the above, we started to provide training exclusively for improving coaching skills in the fiscal year ended March 31, 2025.
- We have accumulated a wealth of data on "women's bodies and minds" over many years, as well as expertise in design, sewing technology and quality control to realize comfort in wearing, hospitality in our stores, fitting advice, and consultation at customer service centers. We aim to be a corporate group that can continuously provide products and services that help our customers achieve a style that shows who they really are. This wealth of knowledge is also the source (strength) of the Group's competitiveness.
- Wacoal Corp. advocates empowering each and every customer to be themselves by evolving our unique accumulated expertise in body measurement, research, and customer service through digital technology as a value to be offered in the future. In addition to the consulting services provided by our sales staff, which has always been one of our strengths, we strive to provide a consistent and satisfying customer experience both in-store and online by utilizing 3D body measurement services and applications.
- To continue to provide products and services that allow each and every one of our customers to be beautiful in their own way, we will continue to use the latest technologies to enhance the source (strength) of our Group's competitiveness. Regarding the results of our efforts, we will not stop at protecting rights through patents and trademarks, but will also promote collaboration and cooperation to leverage intellectual property in various ways through open innovation with multiple industries. We believe that these efforts will contribute to the enhancement of our brand value and, ultimately, our corporate value. We will continue to strive to strengthen our competitive advantage by leveraging our intellectual property.
- Of investments of 3.88 billion yen implemented in FY2025, intangible investments were 1.38 billion yen. These intangible investments do not include human resources or R&D investments, or investments in new business areas. (We do not disclose investments that are limited to intellectual property.)

(3) Impact of climate change risk and profit opportunities on our business activities and profits

- We expressed our support for the recommendations of the Task Force on Climate-related Financial Disclosures (TCFD) in September 2021 and began disclosing information on the four areas of governance, strategy, risk management, and metrics and targets in line with the recommendations at the end of June 2022.
- In accordance with the framework of the TCFD, we conducted a scenario analysis on climate change and announced the results in the fiscal year ended March 31, 2023. In the fiscal year ended March 31, 2025, we once again identified risks and opportunities and conducted a scenario analysis by expanding the scope to the upstream of the supply chain. In the latest scenario analysis, we targeted the Wacoal business (in Japan), the business segment that represented the largest share of the overall Group in terms of consolidated revenue. We identified risks and opportunities and considered countermeasures in two hypothetical scenarios, one in which the global temperature increases by 2 degrees Celsius and one in which it increases 4 degrees Celsius.
- As a result of the scenario analysis, it was found that while a temperature rise of 2 degrees Celsius will have some positive impacts, such as support from consumers with high environmental awareness, our business could be

negatively affected by transition risks such as the introduction of carbon taxes and a rise in raw material costs. In addition, it was also found that if the temperature rises by 4 degrees Celsius, physical risks such as storms, floods, and other serious extreme weather events could negatively affect our business. We will continue to expand the scope of scenario analysis one by one and take steps to enable a detailed risk analysis for the entire Group.

- Please see our website for more information.

◆ Response to Climate Change https://www.wacoalholdings.jp/en/sustainability/files/wacoalholdingsTCFD_en.pdf

Updated

Supplementary Principle 4.1.1 Roles and Responsibilities of the Board of Directors (1) (Scope of Delegation to Management)	The board should clearly specify its own decisions as well as both the scope and content of the matters delegated to the management, and disclose a brief summary thereof.
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- The Board of Directors sets the Group's management philosophy and management policy in addition to making decisions on important matters stipulated by laws, ordinances, or our Articles of Incorporation.
- The Board of Directors, based on a review of medium- to long-term management strategies and social issues, determines the Group's cross-sectional medium-term management plan shared by Directors and employees, instructs each division to set medium- and short-term activity policies and performance targets linked to the plan, and supervises progress in implementing the plan.
- We are determined basic policies on sustainability issues and are supervising the allocation of management resources and the implementation of business portfolio strategies to contribute to sustainable growth.
- Matters to be considered are specifically prescribed in the "Regulations of the Board of Directors."
- Under the medium- to long-term management strategy established by the Board of Directors, we are formulating the Group's management strategy and are examining any important management issues in the "Group Management Meeting."
- In addition, the Board of Directors is responsible for our Group's management philosophy, policies, medium- to long-term strategies, and allocation of resources. Important matters to be resolved by the Board of Directors and major management issues are referred to the Committee for Group Strategy, which is chaired by the Group CEO and attended by all External Directors and External Audit and Supervisory Board Members, for a multifaceted and thoroughly discussed report involving our Directors, including inviting external advisors and experts as necessary. At the same time, the Committee monitors the progress of the report and oversees the implementation of appropriate adjustments in a timely manner.
- The results of each Group company are tracked and reported to the Board of Directors on a monthly basis. Additionally, at the "Quarterly Achievements Review Meeting," we review the quarterly business results and progress in implementing measures, and consider any necessary enhancement measures. At the same time, Wacoal Corp., a specified wholly owned subsidiary of the Group, has established an appropriate and efficient system by delegating authority and clarifying responsibilities through the executive officer system.
- Wacoal Corp., which is the Group's specified wholly owned subsidiary and major operating company, has meanwhile built an appropriate, efficient business execution system by delegating authority and clarifying responsibilities through the executive officer system.
- By implementing the foregoing system, we seek to make the Board of Directors effective in its supervisory function and to accelerate the execution of our business.

Updated

Principle 4.9 Independence Standards and Qualification for Independent Directors	Boards should establish and disclose independence standards aimed at securing effective independence of independent directors, taking into consideration the independence criteria set by securities exchanges. The board should endeavor to select independent director candidates who are expected to contribute to frank, active and constructive discussions at board meetings.
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- The Company has established its own "Criteria for Quality of Officers" as has established its own **"1. Matters Concerning Organization Structure and Operations([Information on Independent Officers] concerning Independent Officers) "** of this Report II.
- The Board of Directors has established criteria for election and dismissal so that the balance of skills that should be held in light of the management strategy, such as knowledge, experience, and expertise, will be achieved, and so that Directors will be diverse in terms of gender, internationality, professional experience, and age, among other attributes. Further, it is stipulated that persons who have management experience at other companies shall be included among External Directors, and at least one-third of all Directors shall be External Directors to enhance the appropriateness of decision-making. Currently, the majority of the Company's Directors are External Directors.
- In addition, the Nomination of Directors Advisory Committee, chaired by an External Director and composed a majority of its members, discusses the expected roles of Directors in line with management's direction for increasing corporate value over the medium to long term. The committee revises the skills matrix accordingly, reviews the composition and personnel requirements of the Board, and reports its findings to the Board of Directors.

Updated

<p>Supplementary Principle 4.10.1. Use of Optional Approach</p>	<p>If the organizational structure of a company is either Company with Kansayaku Board or Company with Supervisory Committee, and independent directors do not compose a majority of the board, in order to strengthen the independence, objectivity and accountability of board functions on the matters of nomination (including succession plan) and remuneration of the senior management and directors, the company should seek appropriate involvement and advice from the committees, including from the perspective of gender and other diversity and skills, in the examination of such important matters as nominations and remuneration by establishing an independent nomination committee and remuneration committee under the board, to which such committees make significant contributions.</p> <p>In particular, companies listed on the Prime Market should basically have the majority of the members of each committee be independent directors, and should disclose the mandates and roles of the committees, as well as the policy regarding the independence of the composition.</p>
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- We have voluntarily established the Nomination of Directors Advisory Committee and Remuneration of Directors Advisory Committee, which stipulate that the Independent External Directors constitute a majority of the members and serve as chairpersons.
- The outline of both advisory committees and their activities in the FY2025 are described in “**2. Matters Concerning Functions of Business Execution, Audits/Supervision, Nomination and Decisions etc. Compensation (Outline of Current Corporate Governance System) ” of this Report II.**

Updated

<p>Supplementary Principle 4.11.1. Preconditions for Board and Kansayaku Board Effectiveness</p>	<p>The board should identify the skills, etc. that it should have in light of its managing strategies, and have a view on the appropriate balance between knowledge, experience and skills of the board as a whole, and also on diversity and appropriate board size. Consistent with its view, the board should establish policies and procedures for nominating directors and disclose them along with the combination of skills, etc. that each director possesses in an appropriate form according to the business environment and business characteristics, etc., such as what is known as a "skills matrix." When doing so, independent director(s) with management experience in other companies should be included.</p>
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- The Criteria for Election of Directors and the Criteria for Election of Audit and Supervisory Board Members include provisions about ensuring the diversity that the Board of Directors and the Audit and Supervisory Board should aspire to, that is, diversity in terms of qualities, knowledge, experience, and expertise required of Directors, as well as gender, internationality, professional experience, age, and other attributes. For details of these criteria, please refer to "**1. Matters Concerning Organization Structure and Operations" (Other Matters concerning Independent Officers under [Information on Independent Officers]) of this Report II.**
- Candidates for Directors are reported to and determined by the Board of Directors based on a fair and strict examination by the Nomination of Directors Advisory Committee. In light of the management strategy to enhance medium- to long-term corporate value, we determine candidates considering a balance. In addition, the "Nomination of Directors Advisory Committee" discusses the expected roles of Directors and reviews the composition of the Board of Directors and personnel requirements. In addition, a skills matrix is created and published that lists the knowledge, experience and expertise of each Director and Audit & Supervisory Board Member.
- The Company stipulates a maximum of eight (8) Directors in its Articles of Incorporation. In accordance with the number of Directors specified, the Board of Directors is composed of the appropriate number of Directors who can perform the functions of the Board of Directors most effectively and efficiently, taking into account the portfolio and size of the business, etc. Currently, there are five Independent External Directors, four of whom have management experience at other companies and two are female.

◆ The skills matrix of the Directors and Audit & Supervisory Board Members

<https://www.wacoalholdings.jp/en/group/governance/system/>

<p>Supplementary Principle 4.11.2. Preconditions for Board and Kansayaku Board Effectiveness</p>	<p>Outside directors, outside kansayaku, and other directors and kansayaku should devote sufficient time and effort required to appropriately fulfill their respective roles and responsibilities. Therefore, where directors and kansayaku also serve as directors, kansayaku or the management at other companies, such positions should be limited to a reasonable number and disclosed each year.</p>
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- The Criteria for Election of Directors say that an External Director shall not serve concurrently as an officer at more than three other listed companies. Currently, none of our External Directors and External Audit and Supervisory Board Members serves concurrently as an officer at more than two other listed companies.
- The situation regarding important concurrent positions, such as Directors and other listed company officers, see ([Information on Directors] [Information on Audit & Supervisory Board Members] Relationships with each of the Company (2) and Supplementary Information on Eligibility Requirements) in “**1. Matters Concerning Organization Structure and Operations” of this Report II.**

Supplementary Principle 4.11.3 Preconditions for Board and Kansayaku Board Effectiveness	Each year the board should analyze and evaluate its effectiveness as a whole, taking into consideration the relevant matters, including the self-evaluations of each director. A summary of the results should be disclosed.
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- The Company conducts an annual evaluation on the effectiveness of the Board of Directors, and strives to continuously enhance the functions and effectiveness of the Board of Directors from the two viewpoints of “enhancing trust from stakeholders (creating social value)” and “improving organizational performance (enhancing corporate value).” We work on the improvement measures for issues identified by the evaluation, and confirm the status of improvement during the evaluation of the Board of Directors in the following fiscal year, while at the same time continuing to confirm the evaluation of the current issues.
- Evaluation Process
- Starting from the previous fiscal year (ended March 31, 2022), we have changed to a method of analyzing and/or evaluating the effectiveness of the Board of Directors using a third-party evaluation design (including, among other things, preparation, analysis, and comparison with other companies of questionnaire survey, identifying issues, drafting action plans).
 - The analysis and/or evaluation based on the questionnaire survey and interviews using the third-party evaluation design is conducted every other year. During the interval year, we focus on initiatives to improve the issues identified from the questionnaire survey, while at the same time conducting evaluation through monitoring and by collecting opinions at the Independent External Auditors & Directors Meeting for the Effectiveness of Board of Directors.
 - In the effectiveness evaluation in the fiscal year under review (ended March 31, 2025), we updated the evaluation scheme, putting emphasis on the status of improvement activities for issues identified in the previous fiscal year, and reviewed improvement activities in the fiscal year under review for issues identified based on the effectiveness evaluations made in the fiscal years ended March 31, 2023, and March 31, 2024.
 - The Secretariat of the Independent External Auditors & Directors Meeting conducted a questionnaire survey targeting all of the Directors and Audit and Supervisory Board Members, and in addition to scrutinizing their answers of the questionnaire and their awareness of issues, we asked their opinions on the future roles and responsibilities of Directors and the improvement measures to enhance the effectiveness of the Board of Directors.
 - Then, the improvement measures are discussed at the Independent External Auditors & Directors Meeting freely, and recommendations are provided to the Board of Directors.
- Evaluation Results of Effectiveness and Progress on Initiatives for Improvement
- With the deliberation by the Board of Directors based on the answers to the questionnaire survey, we confirmed overall proper functioning and effectiveness of the Board of Directors of the Company.
 - The reasons why we confirmed that the effectiveness is secured are as follows:
 - a. The External Directors and the External Audit and Supervisory Board Members engage in the continuous effort of understanding the Company’s business through activities outside the Board of Directors meetings, including visits to business sites and exchange opportunities with Corporate Officers, Brand Managers, and other employees, and they offer valuable opinions in discussions based on their understanding gained through these activities.
 - b. The Board of Directors, of which the majority is composed of External Directors (Independent), has open and lively discussions based on their knowledge and management experiences gained outside of the Company.
 - c. There was periodical reporting regarding the progress of activities for the main business issues raised in the medium-term management plan (revised), and there were deep discussions.
 - d. A certain amount of progress has been made in improvement activities for issues raised in the effectiveness evaluation of the previous fiscal year.

	Evaluation Result (Issues and Concerns)	Progress/Plan of Initiatives for Improvement
Current Fiscal Year (ended March 31, 2025) Evaluation results on issued identified in previous years	i) Allocation of more time to the consideration of important business matters, such as medium- to long-term strategies, and at the same time, utilization of knowledge of External Directors (Independent) and promotion of more active discussion at the meetings of the Board of Directors	(Activity status) <ul style="list-style-type: none"> • For each activity item for the main business issues raised in the medium-term management plan (revised), a year-round schedule was drawn up and periodical progress report was made. • A number of discussion sessions were held on issues in overseas businesses (in China and other countries) and business improvement KPIs, based on reports from the management personnel of local companies. (Plan) <ul style="list-style-type: none"> • The next medium-term management plan will be defined in the next fiscal year. Accordingly, we will carefully select agenda items of Board of Directors meetings to activate and prioritize discussions on important business issues and medium- and long-term business strategies

		to define the next medium-term management plan.
ii)	Further improvement in the quality of deliberations based on communication with our employees and inspection of local business offices in order to understand the reality of business conditions as well as risks and opportunities.	<p>(Activity status)</p> <ul style="list-style-type: none"> We had visits and inspection trips to stores, distribution centers, real estate holdings, domestic and foreign factories, etc. to properly respond to the changes in the business environment. We provided the Independent Officers with opportunities to have discussions with brand managers regarding brand strategies and opportunities to have exchange with Corporate Officers. <p>(Plan)</p> <ul style="list-style-type: none"> In addition to continuing to provide opportunities to visit stores, distribution centers, real estate holdings, etc., we will enhance exchange opportunities for Independent Officers with section managers and department managers who engage in Supply Chain Management (SCM) reform and sales activities.
iii)	We will put in place an organizational system that can correct plans in a proper and timely way as necessary through unfailing reporting of the statuses and results of executing Board of Directors resolutions, including the progress of the medium-term management plan.	<p>(Activity status)</p> <ul style="list-style-type: none"> There was a progress report and deep discussions on activities for the main business issues raised in the medium-term management plan (revised) and the structural reform of the specified wholly-owned subsidiary company (Wacoal Corporation). Structural decisions were made on stock transfer, business transfer, and the consolidation and restructuring of domestic factories based on the monitoring of the profitability of each subsidiary company. Periodical reports were made on activities for asset reduction, and a resolution was made to sell some of the real estate holdings. <p>(Plan)</p> <ul style="list-style-type: none"> Included in “item v” listed below.
iv)	Reinforcement of the distribution of meeting materials in advance and the improvement of the quality of discussion by clarifying the argument of the materials	<p>(Activity status)</p> <ul style="list-style-type: none"> Requirements for meeting documents were defined and communicated to those who prepare meeting documents in order to improve the clarity of discussion points. However, there is room for improvement in descriptions of executive summaries, in which clear statements should be made on the intention and background of submitting the document to the Board of Directors, discussion points, and findings in the Management Meeting. <p>(Plan)</p> <ul style="list-style-type: none"> We will work for early submission of meeting documents to secure time for the Board of Directors secretariat to check and correct them in order to further improve the quality of discussions by clarifying discussion points through observing the meeting document requirements.
v)	Arrangement of the system that allows us to identify risks and opportunities and take the risks adequately accommodating to the changes in the business environment	<p>(Activity status)</p> <ul style="list-style-type: none"> Progress has been made in improving meeting materials to clearly state matters that should be recognized as risks (uncertainties) when discussing the transfer of shares or businesses, or M&A deals, but there is room for improvement in the area of uncovering risks and opportunities of wider scope that take into account the external environment and the situation of the Company itself, and of deepening discussions of the same

		<p>(Plan)</p> <ul style="list-style-type: none"> For the definition of the next medium-term management plan, we will list items to be prepared before plan definition and revise the format to facilitate progress management against the planned schedule. We will improve the process of defining business plans to facilitate the effectiveness evaluation of strategic scenarios and to activate discussions and decisions on recovery plans and on the need for strategy changes when risks or opportunities materialize.
	vi) Development of a successor nurturing plan including the selection and nurturing process of candidates and the implementation of monitoring	<p>(Activity status)</p> <ul style="list-style-type: none"> We consulted the Nomination of Directors Advisory committee on the process of selecting board member candidates targeting Corporate Officers and department managers, and had discussions based on responses from the committee. We implemented a human resource development program for management personnel candidates of the specified wholly-owned subsidiary company (Wacoal Corporation) naming a Corporate Officer of the subsidiary as the mentor. <p>(Plan)</p> <ul style="list-style-type: none"> We will clarify the selection/deselection criteria targeting department managers and those in higher positions, and start the construction of a successor pool and the promoting and nurturing of human resources. <p>Our plan is to further strengthen the supervisory and/or advisory functions of our Board of Directors by further utilizing the knowledge of External Directors (Independent), in addition to implementing the initiatives described above.</p>

Supplementary Principle 4.14.2 Training of directors and auditors	Companies should disclose their training policy for directors and kansayaku.
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- The Company provides training opportunities for our Directors and Audit & Supervisory Board Members to acquire qualifications that are required in fulfilling their roles.
- For our Internal Directors and Audit & Supervisory Board Members, we provide information on qualifications as a manager or auditor, knowledge regarding the Companies Act and Corporate Governance, compliance and other valuable information on management.
- Our basic policy is to proactively provide opportunities and information to External Directors and External Audit and Supervisory Board Members to help them understand the actual status of the Group's business and risks and opportunities, in order to further improve the quality of deliberations at Board of Directors meetings and to further strengthen the supervisory and advisory functions of the Board of Directors.
- Specifically, to deepen their understanding of the Group's management strategy, business overview and its status, industry and surrounding environment, detailed explanations are provided at the time of appointment, with additional information supplied as needed thereafter. The Company also plans and implements, as necessary, site visits to business locations and provides opportunities to interact and communicate with our Directors and employees of the Operating department.

Principle 5.1 Policy on constructive dialog with Shareholders	Companies should, positively and to the extent reasonable, respond to the requests from shareholders to engage in dialogue (management meetings) so as to support sustainable growth and increase corporate value over the mid- to long-term. The board should establish, approve and disclose policies concerning the measures and organizational structures aimed at promoting constructive dialogue with shareholders.
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- The Company established the "Policy on constructive dialog with shareholders" and disclosed it on its website as follows.
 - ◆ Engagement with Stakeholders https://www.wacoalholdings.jp/en/sustainability/talk_with_stockholder/

Updated

Principle 5.2 Establishing and Disclosing Business Strategies and Business Plans	When establishing and disclosing business strategies and business plans, companies should articulate their earnings plans and capital policies, and present targets for profitability and capital efficiency after accurately identifying the company's cost of capital. Also, companies should provide explanations that are clear and logical to shareholders with respect to the allocation of management resources, such as reviewing their business portfolio and investments in fixed assets, R&D, and human capital, and specific measures that will be taken in order to achieve their plans and targets.
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- In our medium-term management plan (Revised) announced on November 9, 2023, we outlined the following four basic policies:
 - a. Business model reforms to improve profitability
 - b. Growth strategies to achieve VISION2030
 - c. Introducing ROIC management
 - d. Promoting asset reduction
- Furthermore, in response to the disclosure requests from the Tokyo Stock Exchange regarding "Measures Aimed at Realizing Management that is Conscious of the Cost of Capital and Stock Price," we have disclosed our initiatives aimed at improving capital efficiency, along with the scenario for achieving the targets of 7% ROE, 6~7% ROIC, and over 1x PBR for FY2026 on our website.
 - ◆ Revised Medium-Term Management Plan
<https://www.wacoalholdings.jp/en/ir/library/strategy/files/wacoalpresentation20231117en.pdf>
 - ◆ Presentation materials on financial results and business strategy
(initiatives under the Revised Medium-Term Management Plan and their progress)
<https://www.wacoalholdings.jp/en/ir/library/presentation/files/wacoalpresentation20250515en.pdf>

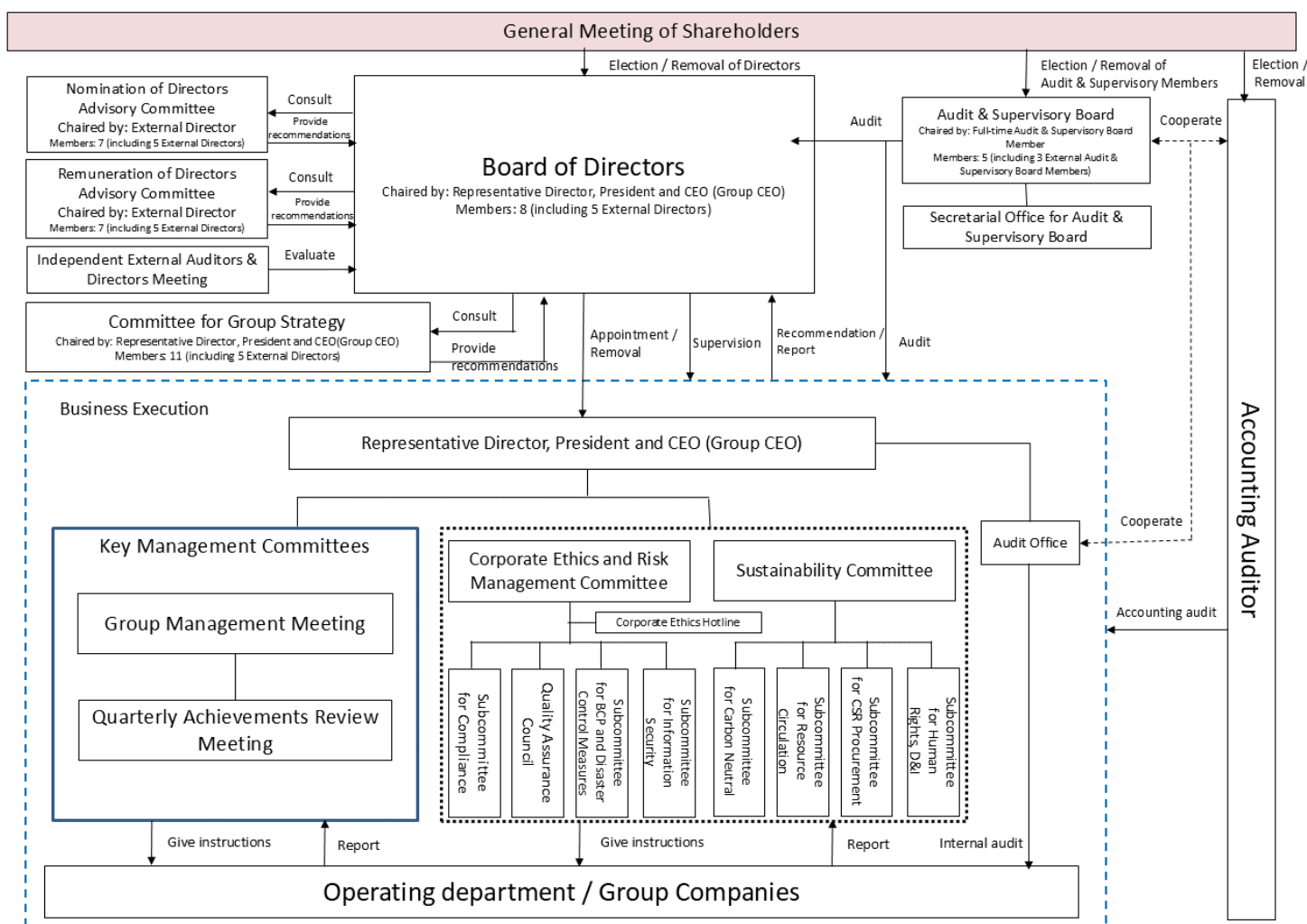
II. Overview of Business Management System and Other Corporate Governance Systems related to Managerial Decision-Making, Execution and Supervision

2. Matters Concerning Functions of Business Execution, Audits/Supervision, Nomination and Decisions etc. Compensation (Outline of Current Corporate Governance System)

Updated

(1) Outline of Current Corporate Governance System

- We, as a holding company, have adopted the company with Audit & Supervisory Board system in accordance with the Companies Act for the purpose of ensuring the corporate governance of group companies, and have both the Board of Directors and the Audit & Supervisory Board monitor and audit the management and operation of the Company.
- In addition, we have voluntarily established the Nomination of Directors Advisory Committee and Remuneration of Directors Advisory Committee, each chaired by an External Director and composed mostly of External Directors, as advisory bodies to the Board of Directors.
- In addition, the Board of Directors consults the Committee for Group Strategy, which is chaired by the Representative Director and President and attended by all External Directors and External Audit and Supervisory Board Members, to seek advice about important matters to be resolved by the Board of Directors and major management issues, among other matters, including the Group's management philosophy, management policy, medium- to long-term management strategies, and medium-term business strategy and allocation of management resources, which are positioned at the core. The Board receives reports made through exhaustive, multilateral discussion.
- The following diagram illustrates the outline of our corporate governance system (as of June 25, 2025).



Title	Name	Female	Board of Directors' Meeting	Audit & Supervisory Board Meeting	Nomination of Directors Advisory Committee	Remuneration of Directors Advisory Committee	Independent External Auditors & Directors Meeting	Committee for Group Strategy	Group Management Meeting	Corporate Ethics and Risk Management Committee	Sustainability Committee
Representative Director, President and CEO	Masaaki Yajima		◎		○			◎	○	☆	☆◎
Representative Director, Vice President and Executive Officer	Akira Miyagi		○		○	○	◎	○	◎	◎	○
Director, Corporate Officer	Keisuke Kawanishi		○					○	○	○	○
External Director	Tsunehiko Iwai		○		◎	◎	○	○			△
External Director	Chizuru Yamauchi	○	○		○	○	○	○			△
External Director	Hisae Sato	○	○		○	○	○	○			△
External Director	Koji Nitto		○		○	○	○	○			△
External Director	Tetsuro Harada		○		○	○	○	○			△
Standing Audit & Supervisory Board Member	Shinichi Kitagawa		□	◎			○	△	○	△	△
Standing Audit & Supervisory Board Member	Katsuhiro Okamoto		□	○			○	△	○	△	△
External Audit & Supervisory Board Member	Hitoshi Suzuki		□	○	△	△	○	△			△
External Audit & Supervisory Board Member	Motoko Tanaka	○	□	○			○	△			△
External Audit & Supervisory Board Member	Harunobu Shiho		□	○			○	△			△
Corporate Officer	Katsuya Hirooka		△				○	○	○	○	○
Corporate Officer	Atsuko Shinoduka	○	△					○	○	○	○
Corporate Officer	Takuya Ypshidomi		△					○	○	○	
Corporate Officer	Manabu Tochio										
Corporate Officer	Hirofumi Inoue									●	
Corporate Officer	Shinsuke Fukazawa		△			○	△		○	○	
Corporate Officer	Yoshitaka Nakada									●	

(☆: supervisor, ◎ chair or chairperson, ○ member, □ Attendee, △ observer, ● non-standing member)

(2) Outline of the Board of Directors and Other Organizations

- The outline of the Board of Directors, the Audit & Supervisory Board and the committees established on a voluntary basis is as follows:

Name	Outline	
Board of Directors	Members	<ul style="list-style-type: none"> 8 members (including 5 External Directors (Independent) and 5 Audit and Supervisory Board Members (including 3 External Audit and Supervisory Board Members (Independent))) Representative Director, President and CEO (Group CEO), Mr. Masaaki Yajima serves as the Chair of the Board of Directors.
	Purpose	<ul style="list-style-type: none"> Our Board of Directors is entrusted by shareholders and makes the best decisions based on fair judgment. In addition, our Board of Directors exercises its supervisory function for the execution of its business and aims to maximize corporate value. The Board of Directors determines the Group's management philosophy and management policy in addition to making decisions on important matters stipulated in applicable laws and regulations and our Articles of Incorporation. Based on considerations of medium- to long-term management strategies and social issues, the Board of Directors determines the Group-wide medium-term management plan shared by Directors and employees, instruct each department to link its medium- and short-term activity policies and performance targets to the above plan, and supervises the progress of implementation. The Company will formulate basic policies on sustainability issues, and monitor the allocation of management resources and the implementation of business portfolio strategies to contribute to sustainable growth.
	Structure	<ul style="list-style-type: none"> In accordance with the number of Directors as prescribed in our Articles of Incorporation, the Board of Directors is composed of an appropriate number of Directors who are capable of performing the functions of the Board of Directors in the most effective and efficient manner, taking into account the portfolio and size of business. The Board of Directors consists of a diverse group of Directors, taking into account gender, international experience and background, professional experience, age and other factors in order to ensure that the Board of Directors have the balance of skills that should be held, such as knowledge, experience and expertise in light of management strategies. External Directors shall include those who have management experience at other companies, and at least one-third of Directors shall be External Directors (Note 1). (Note 1: The majority of all Directors are External Directors.)
	Frequency	<ul style="list-style-type: none"> In principle, the ordinary meeting of the Board of Directors is held once a month, while extraordinary meetings are convened whenever necessary.

Name	Outline	
Audit and Supervisory Board	Members	<ul style="list-style-type: none"> 5 members (including 3 External Audit and Supervisory Board Members (Independent)) Audit and Supervisory Board Member Mr. Shinichi Kitagawa serves as the Chair of the Board.
	Purpose	<ul style="list-style-type: none"> At the Audit and Supervisory Board, Audit and Supervisory Board Members entrusted by shareholders deliberate or resolve on important matters relating to audit and establish a high-quality corporate governance system that responds to social trust. The Board builds a system to enhance the effectiveness of audit by each Audit and Supervisory Board Member.
	Structure	<ul style="list-style-type: none"> The Company appoints a person who has appropriate experience and ability as well as necessary knowledge to perform the audit function as an Audit and Supervisor Board Member. Especially, we appoint at least one Audit and Supervisory Board Member who has sufficient knowledge of finance and accounting. A majority of the members are External Audit and Supervisory Board Members (Independent).
	Frequency	<ul style="list-style-type: none"> In principle, the Board holds meeting every month prior to the ordinary meeting of the Board of Directors, while extraordinary meetings are convened whenever necessary.

Name	Outline	
Nomination of Directors Advisory Committee	Members	<ul style="list-style-type: none"> 7 members (including 5 External Directors (Independent)) External Director (Independent) Mr. Tsunehiko Iwai serves as the Chair of the Committee.
	Purpose	<ul style="list-style-type: none"> This Committee discusses and provides recommendations to our Board of Directors on matters related to evaluation, election and dismissal of Directors as well as candidates for promotion, and on matters regarding establishment and revisions of rules and bylaws for Directors. A committee meeting can be officially held by the attendance of the majority of committee members, and approvals shall be unanimous.
	Structure	<ul style="list-style-type: none"> This Committee is composed of the following members. Representative Director and President, Director in charge of Group Business Management, and External Director (Independent) A majority of the Committee members are External Directors (Independent), with an External Director (Independent) serving as the Chair, to enhance its fairness, independence and objectivity. The Committee is also attended by one External Audit and Supervisory Board Member (Independent) as an observer.
	Frequency	<ul style="list-style-type: none"> In principle, the Committee holds meetings in July, November and January when the Board of Directors' meetings are held, while extraordinary meetings are convened whenever necessary.

Name	Outline	
Remuneration of Directors Advisory Committee	Members	<ul style="list-style-type: none"> 7 members (including 5 External Directors (Independent)) External Director (Independent) Mr. Tsunehiko Iwai serves as the Chair of the Committee.
	Purpose	<ul style="list-style-type: none"> This Committee discusses and provides recommendations to our Board of Directors on matters regarding performance review and remuneration of Directors, and matters regarding remuneration system of Directors. A committee meeting can be officially held by the attendance of the majority of committee members, and approvals shall be unanimous.
	Structure	<ul style="list-style-type: none"> This Committee is composed of the following members. Director in charge of Group Business Management, Director (or Corporate Officer) in charge of Human Resources, and External Director (Independent) A majority of the Committee members are External Directors (Independent), with an External Director (Independent) serving as the Chair, to enhance its fairness, independence and objectivity. The Committee is also attended by one External Audit and Supervisory Board Member (Independent) as an observer.
	Frequency	<ul style="list-style-type: none"> In principle, the Committee holds meetings in April, July and February when the Board of Directors' meetings are held, while extraordinary meetings are convened whenever necessary.

Name	Outline	
Independent External Auditors & Directors Meeting	Members	<ul style="list-style-type: none"> 12 members (including 5 External Directors (Independent) and 3 External Audit and Supervisory Board Members (Independent)) Representative Director, Vice President and Executive Officer and CFO, Mr. Akira Miyagi serves as the Chair of the Committee.
	Purpose	<ul style="list-style-type: none"> The meeting attendees, mainly composed of our External Directors (Independent) and External Audit and Supervisory Board Member (Independent), exchange and share opinions regarding corporate governance and our Board of Directors. The meeting attendees analyze and evaluate the effectiveness of our Board of Directors, identify issues, compile improvement measures, and provide recommendations to our Board of Directors.
	Structure	<ul style="list-style-type: none"> This Meeting is composed of all External Directors (Independent) (5 members), External Audit and Supervisory Board Members (Independent) (3 members), Director in charge of Group Business Management, Audit and Supervisory Board Members (2 members) as well as General Manager of Corporate Planning Dept.
	Frequency	<ul style="list-style-type: none"> The Meeting convenes at least once a year to discuss issues and measures with the aim to improve the effectiveness of our Board of Directors.

Name	Outline	
Committee for Group Strategy	Members	<ul style="list-style-type: none"> • 11 members (including 5 External Directors (Independent)) • Representative Director, President and CEO (Group CEO), Mr. Masaaki Yajima serves as the Chair of the Committee.
	Purpose	<ul style="list-style-type: none"> • The Committee is attended by all External Directors (Independent) and External Audit and Supervisory Board Members (Independent) to fully discuss the Group's management philosophy, the management policy, the medium- and long-term management strategy, important matters to be decided by the Board of Directors, such as medium-term business strategy and allocation of management resources, which are positioned as the core, main management issues, etc. from various perspectives and make a report at the Board of Directors. • It also monitors the progress of the contents of the report and supervise that appropriate adjustment is made in a timely manner.
	Structure	<ul style="list-style-type: none"> • This Committee is composed of the Representative Director, President and CEO (Group CEO), who serves as the Chair, the Executive Directors, the Corporate Officers who are appointed by the Chair, and all External Directors (Independent). • In addition, all External Audit and Supervisory Board Members (Independent) and Audit and Supervisory Board Members are invited as an observer. • In addition, depending on the topic of the recommendation requested by the Board of Directors, external advisors and experts are invited.
	Frequency	<ul style="list-style-type: none"> • In principle, it is held on the date of the ordinary meeting of the Board of Directors to monitor the progress status of the contents of the report and as required depending on the topic of the recommendation.

Name	Outline	
Group Management Meeting	Members	<ul style="list-style-type: none"> • 9 members (Note: excluding the employees of the Company as well as the Directors and employees of our domestic and overseas group companies) • Representative Director, Vice President and Executive Officer and CFO, Mr. Akira Miyagi serves as the Chair of the Meeting.
	Purpose	<ul style="list-style-type: none"> • The Group Management Meeting considers matters related to group management strategy and important management issues under the medium- to long-term management strategies determined by the Board of Directors. • The Meeting also conducts preliminary deliberations on important matters mainly related to business execution, prior to resolutions by the Board of Directors, from the viewpoint of legality, objectivity and rationality.
	Structure	<ul style="list-style-type: none"> • This Meeting is composed of Executive Directors who are below the Representative Director, President and CEO, and the Audit and Supervisory Board Members, as well as the Corporate Officers who are appointed by the Chair, and the employees of the Company as well as the Directors and employees of our domestic and overseas group companies who are responsible for execution.
	Frequency	<ul style="list-style-type: none"> • In principle, the Meeting is held twice a month (early and later in the month).

Name	Outline	
Corporate Ethics and Risk Management Committee	Members	<ul style="list-style-type: none"> 10 members (in addition, 6 non-standing committee members) (Note: including the employees of the Company as well as the Directors and employees of our domestic and overseas group companies) Representative Director, Vice President and Executive Officer and CFO, Mr. Akira Miyagi serves as the Chair of the Committee.
	Purpose	<ul style="list-style-type: none"> The Committee identifies risks related to the overall management of our group, and build and strengthen our risk management system. This Committee prescribes the “Risk Management Basic Rules” subject to the approval of the Board of Directors. The Committee clarifies the responsibilities by risk category pursuant to the rules, and formulates a risk management system that thoroughly and comprehensively controls potential risk within our group. This Committee promotes risk-mitigation initiatives, identifies risks, monitors the implementation of countermeasures, and reports the operation status of our risk management system to the Board of Directors on a periodic basis.
	Structure	<ul style="list-style-type: none"> This Committee is composed of Representative Director, President and CEO (Group CEO), who serves as the supervising manager, the Executive Corporate Officer, and the Corporate Officers who are appointed by the Chair, and the employees of the Company, as well as the Directors and employees of our domestic and overseas group companies. This Committee is composed of the following three subcommittees and one council: Subcommittee for Information Security, Subcommittee for BCP and Disaster Control Measures, Quality Assurance Council and Subcommittee for Compliance.
	Frequency	<ul style="list-style-type: none"> In principle, the Committee holds quarterly meetings, while extraordinary meetings are convened whenever necessary.

Name	Outline	
Sustainability Committee	Members	<ul style="list-style-type: none"> 5 members Representative Director, President and CEO (Group CEO), Mr. Masaaki Yajima serves as the Chair of the Committee.
	Purpose	<ul style="list-style-type: none"> In order to accelerate our initiatives to achieve balancing “to resolve social issues” and “sustainable growth” through our business, this Committee formulates specific measures, monitors progress, and evaluates the status of achievement based on our basic policy on sustainability issues including climate change, global environmental issues and human rights issues. The Board of Directors monitors the allocation of management resources and the implementation of strategies related to the business portfolios to ensure that the initiatives of the Sustainable Committee contribute to sustainable growth.
	Structure	<ul style="list-style-type: none"> This Committee is composed of the Representative Director, President and CEO (Group CEO), who serves as the supervising manager, the Executive Corporate Officer, and the Corporate Officers who are appointed by the Chair. This Committee is composed of the following four subcommittees: Subcommittee for Human Rights, D&I, Subcommittee for CSR Procurement, Subcommittee for Resource Circulation and Subcommittee for Carbon Neutral.
	Frequency	<ul style="list-style-type: none"> The Committee broadly categorizes issues surrounding sustainability, and holds quarterly meetings, in principle, while extraordinary meetings are convened whenever necessary.

(3) Status of Activity of Board of Directors, Nomination of Directors Advisory Committee and Remuneration of Directors Advisory Committee (Fiscal Year ended March 31, 2025)

a. Activities of Board of Directors

Name	Matters to be Discussed and Considered	Number of Meetings Held
Board of Directors	<ul style="list-style-type: none"> • In addition to the matters as prescribed by laws and regulations and the Articles of Incorporation, all the major management issues and important matters related to our business, such as the medium- and long-term management strategies, the medium-term business strategy, and the allocation of management resources, are discussed. • The following matters were mainly discussed and considered during the current fiscal year ended March 31, 2025. <ul style="list-style-type: none"> i) Corporate Governance <ul style="list-style-type: none"> • As a result of the evaluation of the skill balance of the Board of Directors, the “Nomination of Directors Advisory Committee” submitted a list of one proposed candidate for External Director, who has abundant knowledge of corporate management, investment and financial asset market, human resource development, and organization development and one proposed candidate for Internal Director, who has knowledge and experience in global operations and marketing. The list was approved and then included in the agenda of the general meeting of shareholders held in June 2024. • Also, in selecting candidates for Board of Director Members and Audit and Supervisory Board Members and submitting them to the Ordinary General Meeting of Shareholders, we consulted the Nomination of Directors Advisory Committee about the revision of the criteria of Director nomination/removal to improve the supervision function of the Board of Directors. We received the deliberation result of the nomination/removal criteria and resolved them. • Meanwhile, we received the result of deliberation, made as part of the review of the remuneration system for Directors, from the Remuneration of Directors Advisory Committee on the introduction of “Remuneration System with Performance-based Shares with Restriction on Transfer” targeting the Company’s Board of Director Members (excluding External Directors). This remuneration system further clarifies the link between the compensation of the Company’s Directors (excluding External Directors), consolidated financial results, and the value of the Company’s stock, and provides an incentive to continuously improve corporate value and promote value-sharing with shareholders. We approved the result of deliberation on the introduction of the remuneration system, and submitted it to the Ordinary General Meeting of Shareholders held in June 2024. ii) Sustainability <ul style="list-style-type: none"> • We received periodic reports from the Sustainability Committee on business risks and opportunities related to climate change (response to TCFD), issues related to sustainability such as responsible procurement (CSR procurement) regarding respect for human rights and DE&I, due diligence on human rights in supply chains, ensuring diversity including promotion of activities by women, and maximization of human assets, as well as a plan for initiatives and its progress by our group. • Based on these reports, we discussed how we should respond to important management issues such as the cost of reducing greenhouse effect gas through efforts including the increased use of environment-friendly materials, gender equality (respect for diversity and removal of disparity), and human-rights infringement risks that lurk in supply chains such as the treatment of foreign technical intern trainees and languages used in information delivery. • We shall continue allocating our management resources and monitoring the execution of strategies to achieve both the solution of social issues through our business and sustainable growth. iii) Corporate Ethics and Risk Management <ul style="list-style-type: none"> • The Corporate Ethics and Risk Management Committee conducts a scoring evaluation of potential risks related to the business environment and/or business strategies, and operational risks from the perspective of their likelihood of occurrence and impact of such risks. The risk items that are evaluated as having a significant potential impact on the management of our group are annually reviewed based on the recommendations of the Corporate Ethics and Risk Management Committee and approved as the Group’s Material Risk. • Subsequently, we conducted supervision and received progress reports on a regular basis to ensure that the initiatives to prevent, transfer, mitigate or accept risks are being appropriately implemented, and monitored measures related to incidents to prevent recurrence. • Also, for cyberattacks, which are frequently causing damage inside and outside Japan, we conducted security assessment on domestic and overseas subsidiaries following global standard frameworks. Based on the assessment results, we discussed the management system for ensuring security and the implementation of required countermeasures. iv) Medium- to Long-Term Business Strategies <ul style="list-style-type: none"> • With regard to the implementation of two challenges: “Allocation of more time to the consideration of important business matters, such as medium- to long-term strategies, and at the same time, utilization of knowledge of External Directors (Independent) and promotion of more active discussion at the meetings of the Board of Directors” and “Arrangement of the system to make sure to report the status and results of the matters resolved and executed, such as the progress of the medium-term management plan, and work on the amendment to the plan in a timely and adequate way if required,” which are identified for the improvement of the effectiveness of the Board of Directors, we had a number of active and in-depth discussions on the progress of initiatives for major management issues identified in the medium-term management plan (revised) focusing on each item at a time, as mentioned in sections on the evaluation on effectiveness of Board of Directors and the status of improvement activities. • As a result of these discussions, we made several resolutions including the acquisition of a company based in the UK that plans, develops, and sells ladies’ underwear, launch of brand-boosting global 	17

	<p>communication featuring a major leaguer, and growth investment in overseas markets that the Company focuses on.</p> <ul style="list-style-type: none"> We will continue to aim to maximize our corporate value, and confirm the effectiveness of our strategies and status of progress of our plans. We will also deepen our discussions on fundamental initiatives to achieve sustainable growth. <p>v) Capital Efficiency</p> <ul style="list-style-type: none"> Following the policy of the medium-term management plan (revised), we reviewed the Company's portfolio to appropriately reallocate management resources and discussed in depth the policy of handling non-profitable businesses of the Group. As a result, we resolved to transfer the stock of Nanasai Co., Ltd. and Lecien Corporation, subsidiaries of the Company. Also, as part of asset reduction (disposal of assets that does not contribute to corporate value improvement), we decided to sell real estate (Company's buildings and land) in Tokyo, Fukuoka, Kyoto, and other districts and consolidate, rearrange, and transfer some factories in Japan. Other than these efforts, we engage in stepwise introduction of ROIC-oriented management with continuous study for improving return on invested capital, which includes the use of ROIC as a performance index in business planning and evaluation scheme design. <p>vi) Other</p> <ul style="list-style-type: none"> In addition to the above, monthly reports are made on the status of execution from Corporate Officers and officers of subsidiaries by rotation and on deliberations in the Group Management Meeting. 	
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b. Activities of Nomination of Directors Advisory Committee

Name	Matters to be Discussed and Considered	Number of Meetings Held
Nomination of Directors Advisory Committee	<ul style="list-style-type: none"> As a result of the evaluation of the skill balance of the Board of Directors, the Nomination of Directors Advisory Committee named one proposed candidate for External Director, who has abundant knowledge of corporate management, investment and financial asset market, human resource development, and organization development and one proposed candidate for Internal Director, who has knowledge and experience in global operations and marketing. The proposal of these candidates was submitted to the Board of Director in May. (Submitted to and resolved by the 76th Ordinary General Meeting of Shareholders) In selecting candidates for Board of Director Members and Audit and Supervisory Board Members and submitting them to the Ordinary General Meeting of Shareholders, the Board of Directors consulted the Nomination of Directors Advisory Committee about the revision of the criteria of Director nomination/removal to improve the supervision function of the Board of Directors. The Nomination of Directors Advisory Committee submitted its deliberation result on the revision of the criteria of Director nomination/removal to the Board of Directors in February. In the light of the policy of "development of a successor nurturing plan including the selection and nurturing process of candidates and the implementation of monitoring," which is a challenge for improving the effectiveness of the Board of Directors, the Committee discussed how candidates for top management successors should be selected and confirmed that a human resource pool (successors) should be built as candidates for Corporate Officers based on the succession plan. Also, targeting department managers, the Committee agreed on the requirements and aptitudes for candidates for successors of officers. The Committee organized a revision plan of the committee rules aiming at improving its maneuverability and effectiveness. (A report will be made at a meeting of the Board of Directors to be held in April 2025.) 	8

c. Activities of Remuneration of Directors Advisory Committee

Name	Matters to be Discussed and Considered	Number of Meetings Held
Remuneration of Directors Advisory Committee	<ul style="list-style-type: none"> The Committee submitted its opinion of not paying performance-based bonus based on the consolidated business performance of the previous fiscal year (ended March 31, 2024) at a meeting of the Board of Directors held in May 2024. As a result of several opinion exchange meetings and continuous discussion on the current issues and improvements to be made in the remuneration system for Directors, the Committee submitted the introduction plan of "Remuneration System with Performance-based Shares with Restriction on Transfer," which will give an incentive for continuous improvement of corporate value and promote value-sharing with shareholders, in the Board of Directors meeting held in May. (Submitted to and resolved by the 76th Ordinary General Meeting of Shareholders) We confirmed the payment policy (no payment) on the performance-based bonus payable based on the projected consolidated performance and performance-based remuneration of shares with restriction on transfer (paid at a later time) for the current fiscal year (ended March 31, 2025). In order to clarify the implication of the introduction of ROIC management stipulated in the medium-term management plan (revised), the Committee discussed changing the performance evaluation index from ROE to ROIC for the Remuneration System with Performance-based Shares with Restriction on Transfer from the next fiscal year. (A report will be made at a meeting of the Board of Directors held in May 2025.) 	4

d. Activities of the Committee for Group Strategy

Name	Matters to be Discussed and Considered	Number of Meetings Held
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Committee for Group Strategy	<ul style="list-style-type: none"> • The following matters were mainly discussed during the current fiscal year ended March 31, 2024 and reported to the Board of Directors. • In addition, the Committee actively got involved in the process of formulating the revised medium-term management plan, which will become the main points of the policy. i) Arrangement of the Foundation for Group Management <ul style="list-style-type: none"> • Continued from the previous fiscal year, the Committee met several times to discuss the effective use of business-use fixed assets (real estate holdings), and submitted its opinion on the consolidation and reallocation of business-use fixed assets and reasonable prices of the transfer of individual asset items, aiming for the steady advancement of asset reduction stipulated in the medium-term management plan (revised). • The Committee blueprinted a medium- to long-term roadmap for the realization of capital-efficiency-oriented management toward the introduction and entrenchment of ROIC management, and submitted the discussion result to the Board of Directors meeting held in September. The Committee will monitor the progress of the contents of the report and supervise to ensure that appropriate adjustment is made in a timely manner. ii) Growth Strategy for Overseas Business <ul style="list-style-type: none"> • The Committee evaluated the business environments in Europe, America, China, and other markets that have room for development (by region and segment), and discussed risk-taking and the allocation of required management resources. • Also, the committee reviewed past acquisition projects regarding the processes of acquisition decision, planning after acquisition, and business execution, and then submitted its opinion on the necessity and reasonability of the acquisition of the UK company. iii) Portfolio of Domestic Business <ul style="list-style-type: none"> • The Board of Directors consulted the Committee about the transfer of shares and businesses of domestic subsidiaries. The Committee considered the future business portfolio and the criteria of continuation/withdrawal of businesses in the light of changes in the business environment and had an in-depth discussion on the reasonability of the consideration. iv) Business Structure Reform <ul style="list-style-type: none"> • The Committee continued the discussion on the recovery of growth and profitability of Wacoal Corp., the core of our domestic business. The Committee established a brand portfolio that further clarifies provided values and checked the progress of the SCM reform that achieves demand-linked operation and lead time reduction for improved business efficiency. • Especially, the Committee discussed several times the enhancement of demand-linked production, which is the core challenge of the SCM reform, and proposed clarifying the enhancement-plan KGI for target products and factories as well as implementing proper progress management that reflects milestones. Also, the Committee regularly checks the progress of the cost structure reform and supervises operations to make proper adjustments with an eye on business environment changes. 	16
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Updated

(4) Status of Audit

1. Status of Audits by Audit and Supervisory Board Members

a. Initiatives to Strengthen Functions of Audit & Supervisory Board Members

- Our Audit and Supervisory Board consists of five members in total, or two Standing Audit and Supervisory Board Members and three External Audit and Supervisory Board Members. They comprehensively conduct not only legality audits but also validity audits. Our Audit and Supervisory Board is chaired by Shinichi Kitagawa, who is a Standing Audit and Supervisory Board Member, and the ratio of its female members is 20%.
- Shinichi Kitagawa, a Standing Audit and Supervisory Board Member who has experience serving as the General Manager of the Accounting Department at the Company, and Motoko Tanaka, an External Audit and Supervisory Board Member who is also a certified public accountant, possess considerable knowledge of finance and accounting. Katsuhiro Okamoto, a Standing Audit and Supervisory Board Member, has extensive knowledge and experience obtained mainly at Wacoal Corp., which is a major operating company, and overseas subsidiaries, while Hitoshi Suzuki, an External Audit and Supervisory Board Member, offers a high level of knowledge gained from his work in the financial industry and his experience as a member of the Policy Board of the Bank of Japan. Harunobu Shiho leverages his expertise in laws as an attorney and his experience in the area of business legal affairs, in which he specializes. Each one of them is expected to maintain a high degree of independence in conducting audits and making recommendations, thereby enhancing the effectiveness of audits by the Audit and Supervisory Board Members.
- In addition, we have allocated one dedicated staff member for the secretariat office, which assists the Audit and Supervisory Board in fulfilling its duties. We have also established a system in which the Audit Office assists Audit and Supervisory Board Members as appropriate in response to requests from them.

b. Activities of Audit and Supervisory Board Members

- The Audit & Supervisory Board Members attend meetings of the Board of Directors and other important meetings such as Group Management Meeting, express their opinions as necessary and hear explanation on important operational matters from the Directors etc. in accordance with the audit standards prescribed by the Audit & Supervisory Board. The Audit & Supervisory Board Members also monitors and inspects the system to ensure appropriate business conduct to perform audits on legality and validity of the execution of duties of the Directors.
- In addition, the Standing Audit and Supervisory Board Members shall conduct audits in accordance with the audit policy and allocation of duties as determined by the Audit & Supervisory Board, and shall endeavor to collect information and improve the audit environment. While auditing the status of major offices and assets, they receive monthly reports from the Internal Auditing Office on internal audit topics and share this information with the External Audit and Supervisory Board Members.

- Audit and Supervisory Board Members also hold meetings of Group Audit and Supervisory Board annually to receive reports from auditors of the domestic subsidiaries, and visit the domestic subsidiaries to conduct audits together with External Audit and Supervisory Board Members to the extent possible, and strive to understand the management condition through interviews with the management. In addition, Standing Audit and Supervisory Board Members receive monthly reports regarding the management conditions of the major overseas subsidiaries from the Global Operations Div.
- The following table shows the key audit items set for FY2025, and the results of major audit activities corresponding to these items.

Priority Audit Items	Status of Major Audit Activities and Summary of Audit Results
Improvement of corporate governance by enhancing effectiveness of the Board of Directors	<ul style="list-style-type: none"> • All Audit and Supervisory Board Members attended the meetings of the Board of Directors based on the prior confirmation of the agenda items to be submitted • One of the External Audit and Supervisory Board Members (Independent) attended the meetings of the voluntary Advisory Committees (Nomination of Directors and Remuneration of Directors) as an observer on behalf of others, and provided feedback on the deliberative process to the Audit and Supervisory Board • All Audit and Supervisory Board Members reviewed the results of the “Evaluation on Effectiveness of Board of Directors” provided by the “Independent External Auditors & Directors Meeting for the Effectiveness of Board of Directors” and monitored the improvement activities for improvement by the Secretarial Office for the Board of Directors • Audit and Supervisory Board Members determined that there were incremental improvements made to various issues related to the operation of the Board of Directors which had been extracted in the valuation process for the effectiveness of the Board of Directors, and recognized that themes for improvement with respect to the constitution of the Board of Directors were identified
Development and operation of internal control system of the business group	<ul style="list-style-type: none"> • All Audit and Supervisory Board Members received reports from the “Corporate Ethics and Risk Management Committee,” and confirmed that changes in business environment during the current fiscal year were reasonably reflected in the reassessment of “business risks” presented to the said Committee • Audit and Supervisory Board Members received reports, as appropriate, from the Audit Office with respect to the matters discovered through internal audit, etc., and provided feedback on the contents of the reports to the Audit and Supervisory Board • Audit and Supervisory Board Members monitored, through inspection or interview, the review of business processes at the central business units and the Company’s initiatives, such as compliance training, and provided feedback on the details to the Audit and Supervisory Board • Audit and Supervisory Board Members determined that a series of processes in relation to the identification of important risks through treatments thereto was re-organized, resulting in improved effectiveness • Audit and Supervisory Board Members recognized that continuous improvement for the development of the internal control system, such as improving the control environment and reviewing operational procedures, are required
Management status of the Group in accordance with the revised medium-term management plan	<ul style="list-style-type: none"> • understood the group’s commonly shared important issues and the policy on the approach • All Audit and Supervisory Board Members conducted interviews with the Executive Directors and the Directors, etc. of Wacoal Corp., our major subsidiary, with respect to the execution of duties and the achievement of KPIs. Audit and Supervisory Board Members conducted interviews with the Corporate Officers of the Company and Wacoal Corp. and shared the details with the Audit and Supervisory Board • All Audit and Supervisory Board Members attended the meetings of Board of Directors and the Audit and Supervisory Board Members attended other important meetings to confirm that the decisions were made in accordance with

	<p>the revised medium-term management plan and that efforts were made to achieve the targets</p> <ul style="list-style-type: none"> • All Audit and Supervisory Board Members attended the Sustainability Committee, and Audit and Supervisory Board Members also attended meetings of its various subcommittees, confirming that for important themes such as climate change, human rights, and investments in human capital, internal and external interests were being coordinated and issues resolved in accordance with the relevant policies, and that the process of deliberations was being reported and submitted to the Board of Directors in timely fashion • While on the one hand it was determined that specific measures had been devised in accordance with the basic policies set out in the revised medium-term management plan, on the other hand it was recognized that monitoring and ongoing improvements were required in relation to the reasonableness of initial assumptions, the status of resources to be committed, and the performance and return of the various measures
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2. Status of Internal Audit

- Our Audit Office, which is our internal audit department under the direct control of the Representative Director and President, performs audits on the legality and validity of business execution of the Company and its domestic and overseas subsidiaries and evaluates the effectiveness of their internal control in accordance with the Internal Audit Regulations. As of March 31, 2025, the Audit Office had four staff members.
- In the fiscal year ended March 31, 2025, assessments and audits of internal control related to financial reporting were conducted at a total of 40 sites of the Company, which engages in daily administrative tasks, its major domestic and overseas subsidiaries, and its overseas affiliates, in addition to a total of nine departments of the Company, which governs the systems and initiatives of the overall Group, and Wacoal Corp., which is its major operating company. In addition, business audit of purchasing and sales processes of Ai CO., LTD. was also conducted.
- Further, the business administration department, which governs domestic and overseas Group companies, appoints persons responsible for promoting internal control. This is for the purpose of ensuring that internal control related to financial reporting functions effectively and that voluntary initiatives for improvement and promotion are taken in accordance with the Internal Audit Regulations. At the same time, we have established a system that make it possible to share information about internal control on a regular basis, such as holding semiannual meetings of persons responsible for promoting internal control.
- The reporting line of the Audit Office includes not only semi-annual reporting to the Representative Director and President and the Director in charge of Group Business Management, but also reporting routes to the Board of Directors, the Audit and Supervisory Board Members, and the Audit and Supervisory Board. The results of internal control audits in the fiscal year ended March 31, 2025 were reported to meetings of the Board of Directors and the Audit and Supervisory Board that were held in April 2025.

c. Status of Accounting Audit

- Name of Audit Firm Deloitte Touche Tohmatsu LLC
- Consecutive Number of Years during which Audit Was Performed 57 years
- Names of the certified public accountants who were engaged in the audit:
Designated Limited Liability Partners and Managing Members: Koichiro Tsukuda, Tomomi Tsuji
- Composition of the assistants for the audit services:
11 certified public accountants, 6 persons who passed the certified public accountant examination and 24 other persons
- Policies and Reason for Appointing Audit Firm
The Audit and Supervisory Board selects the certified public accountants, etc. on the condition that such certified public accountants do not fall under any of the item under Paragraph 1, Article 340 of the Companies Act and that there is no event that may impair the eligibility and independence of such certified public accountants.
We have selected Tohmatsu based on the fact that it has the required independence, expertise, and appropriateness and adequacy in auditing activities, and on our judgment that it has the system to ensure that the accounting audit of the Company will be conducted appropriately and sufficiently.
- Evaluation of Audit Firm
When the Audit & Supervisory Board considers and resolves to reappoint or not reappoint an accounting auditor, the Company conducts an evaluation from the following seven perspectives.
 - i) quality control of the auditing firm
 - ii) audit team
 - iii) audit remuneration, etc.
 - iv) communication with the Audit & Supervisory Board Members
 - v) relationship with management, etc.
 - vi) group audits
 - vii) fraud risk

Our group, the following diagram illustrates the outline of our corporate governance system (as of June 25, 2025)

