

Governance

Corporate Governance

Our Basic Policy

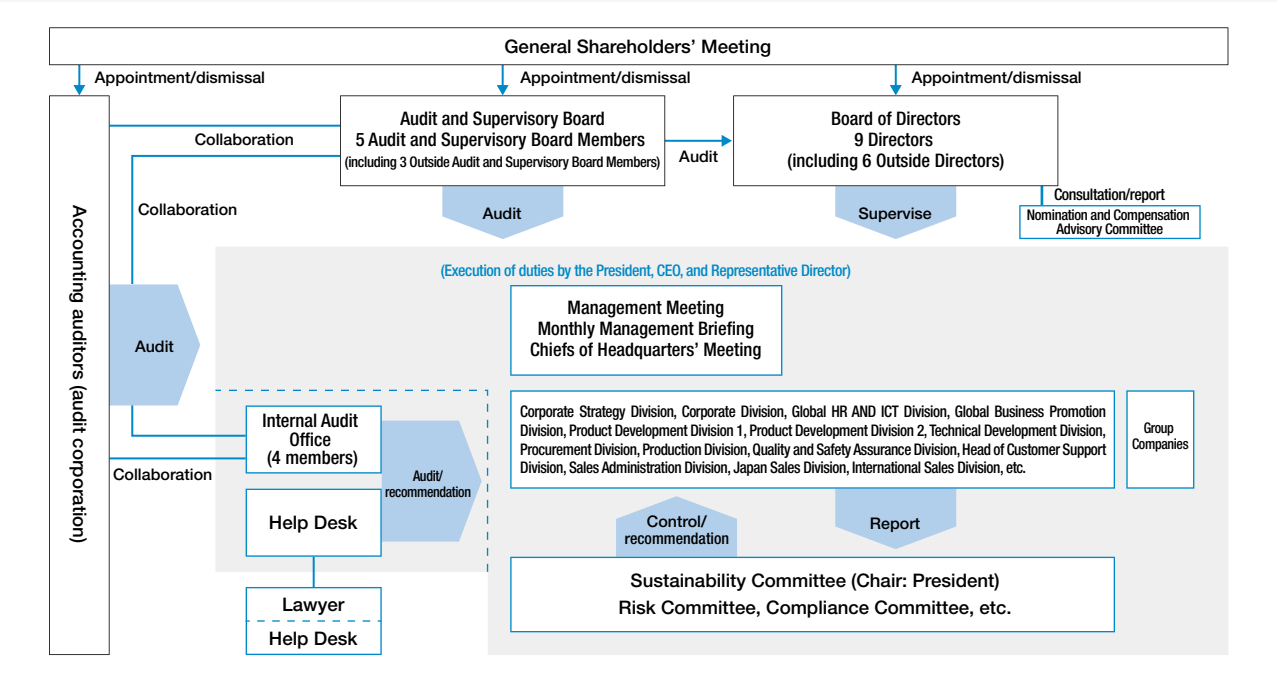
The Tadano Group places Corporate Governance as one of the important management issues in order to ensure transparency, soundness, and efficiency of our management. For Corporate Governance to function effectively, we believe we need to foster a sound corporate culture based on our Corporate Philosophy and develop a mechanism in which corporate management (and managers) are governed by such a culture. Equally important is to ensure that auditing is conducted properly by improving the auditing environment and expanding the role of the Audit and Supervisory Board Members.

To realize sustainable growth and a mid- to long-term enhancement of corporate value, we have established the Corporate Governance Guidelines, which set forth the Tadano Group's basic approach to Corporate Governance.



Please see our website for details

Corporate Governance Structure Chart



Changes in Corporate Governance Structure

Date	Detail
Apr. 1999	Introduced the Executive Officer System
Oct. 2005	Established the CSR Committee, Risk Committee, and Compliance Committee
Apr. 2006	Established the Internal Control Office
May 2006	Adopted the Internal Reporting System and established the basic policy for the development of an internal control system
Apr. 2008	Established the J-SOX Committee and developed the J-SOX Company Directors Evaluation System
Jun. 2008	Elected 2 Outside Directors
Sep. 2014	Introduced the Tadano Group Management Regulations
Apr. 2015	Established the Internal Audit Office ("Internal Control Office" was renamed "Internal Audit Office" to strengthen audit functions)
Dec. 2015	Established the Corporate Governance Guidelines (in accordance with the Corporate Governance Code)

Date	Detail
Apr. 2016	Established the non-statutory Nomination Advisory Committee
Apr. 2017	Reorganized the non-statutory Nomination and Compensation Advisory Committee
Jan. 2019	Introduced the Tadano Group Compliance Regulations Appointed Compliance Officers
Jul. 2019	Established the Compliance Office
Jun. 2020	Introduced the Restricted Stock Compensation Plan
Jun. 2021	Transformed the composition of the Board of Directors with independent Outside Directors constituting a majority of members Selected the Lead Independent Director Introduced the Performance-linked Compensation System
Jan. 2024	Introduced the Tadano Group Sustainability Charter (formerly the Tadano Group CSR Charter)
Mar. 2024	Appointed an independent Outside Director as the chairperson of the Nomination and Compensation Advisory Committee

Description of Meeting Bodies and Committees

Board of Directors

Comprised of nine Directors, including six Outside Directors, Tadano's Board of Directors develops and executes management plans and strategies with the goal of maximizing the company's corporate value and making improvements such as in earning capabilities and asset efficiency. The Board of Directors also establishes an internal control system and a risk management system to support appropriate risks taken by Directors as a part of management decisions, thereby properly fulfilling its role and responsibilities.

Monthly Management Briefing/ Management Meeting

The Monthly Management Briefing (members: Directors, Executive Officers, Audit and Supervisory Board Members, Senior Technologists, Senior Administrators, etc.) is held to report on business activities and to share information, while the Management Meeting (members: President, Managing Executive Officers, Executive Officers and above, etc.) is convened to discuss management strategies. These advisory committee meetings are held in general once a month to assist the President's decision-making.

Risk Committee

The Risk Committee promotes and supervises the management of Tadano Group's business risks. The goal of the Risk Committee is to enhance the company's risk management capabilities. Comprised of the chair designated by the President and members representing each division at the general manager level or above, the Committee meets biannually to identify and evaluate internal risks, implement solutions by assigning each risk to a department, and to conduct reviews on the results.

Compliance Initiatives

Compliance assurance system

In keeping with the Tadano Group Sustainability Charter and the Tadano Group Compliance Regulations, all employees of the Tadano Group engage in transparent, sound, and honest business activities in compliance with relevant laws and regulations and social norms, as well as high ethical standards. To promote compliance, the Chief Compliance Officer designated by the President takes charge of the overall compliance system of the Tadano Group and supervises compliance policies. The Compliance Officer appointed by each group company takes charge of matters concerning each company's compliance system. We also have the Compliance Committee, chaired by the Chief Compliance Officer and consisting of members representing each division of Tadano at the general manager level or above.

Compliance Committee

The Compliance Committee meets twice a year, shares and discusses compliance issues, and makes reports on the activities of group companies. The Committee also raises awareness of compliance through education and training on regulatory compliance using educational tools and other materials, and strengthens the compliance system by providing assistance such as for implementation of regulatory compliance measures.

Audit and Supervisory Board

Composed of five Audit and Supervisory Board Members including three Outside Audit and Supervisory Board Members, the Audit and Supervisory Board maintains a system which allows Audit and Supervisory Board Members to audit business execution of Directors by exercising their authority and appropriate judgment from an objective perspective based on the high level of expertise and information held by each Audit and Supervisory Board Member.

Nomination and Compensation Advisory Committee

This Committee, chaired by an Outside Director, is comprised of eight members: two Internal Directors, five Outside Directors, and one Outside Audit and Supervisory Board Member. Serving as an advisory body for the Board of Directors, the Committee discusses the nomination of Directors and Audit and Supervisory Board Members and the appointment of Executive Officers, as well as decisions concerning remuneration for Directors and succession plans, and reports the details of the discussion to the Board of Directors with the goal of ensuring fairness and transparency. In addition, as an advisory body for the President, CEO, and Representative Director, the Committee discusses and reports to the President, CEO, and Representative Director decisions concerning remuneration for Executive Officers with the goal of ensuring fairness and transparency.

Chiefs of Headquarters' Meeting

The Chiefs of Headquarters' Meeting (members: President, Executive Officers, Senior Technologists, Senior Administrators, etc.) is held as a rule twice a month to facilitate business execution by Executive Officers and to enhance collaboration among Executive Officers.

Group Compliance Regulations

The Tadano Group Compliance Regulations were established in January 2019 to ensure that all officers and employee of the Tadano Group in Japan and abroad maintain compliance not only with laws and regulations, but also with international social norms, internal rules, and corporate ethics. The Regulations define the code of conduct covering 18 areas, including anti-bribery, anti-corruption, labor and human rights, and appropriate accounting and tax practices, as well as establish requirements regarding compliance training and audits.

Promoting compliance

Employees are given a copy of the Compliance Book, which describes compliance issues encountered in daily operations, and read through it line by line whenever appropriate during gatherings held at each workplace, such as morning meetings. Compliance seminars are held for employees monthly using e-learning, and group workshops are organized on specific themes when needed.

Internal reporting system

We have established an internal reporting system so that employees can report illegal and inappropriate actions to the company. We have set up an internal hotline as well as an external hotline (an outside law firm) to receive reports from whistleblowers. Tadano's internal regulations protect whistleblowers by ensuring their anonymity and prohibiting any unfair treatment of them. Violations of laws and regulations, if confirmed, are reported to the Compliance Committee. If the violation is deemed serious, the Committee immediately provides its opinions on countermeasures based on the results of investigation and reports the violation and the countermeasures to the President and Audit and Supervisory Board Members.

Agenda Items for the Board of Directors and the Nomination and Compensation Advisory Committee

Major agenda items for the Board of Directors in FY 2025 are as follows.

Type	Major agenda items	Major agenda items for the Nomination and Compensation Advisory Committee in FY 2025 are as follows. • Appointment of Directors and Audit and Supervisory Board Members • Structure of the management team • Compensation for officers • Succession plans for the President and other leaders • Performance evaluation of Executive Officers • Revisions to the internal regulations for Executive Officers
Matters for resolution	Convocation of the General Shareholders' Meeting, approval of financial statements, payment of interim dividends, officer appointments and remuneration, organizational restructuring, capital investments, borrowings, and business investments	
Matters for reporting	Development and progress of the basic policy for the internal control system, risk management, dialogue with institutional investors, evaluation of the effectiveness of the Board of Directors, and review of cross-shareholdings	

Evaluating the Effectiveness of the Board of Directors

The evaluation of the effectiveness of the Board of Directors for FY 2025 was conducted as follows.

Evaluation method

Target	All 9 Directors and all 5 Audit and Supervisory Board Members		
Evaluation method	Anonymous questionnaire (via a third-party organization) Note: The questions were developed in consideration of opinions from all of the target respondents to ensure that the content was effective and aligned with the current situation.		
Evaluation process	Dec. 2025: Discussions held on the questionnaire items by target respondents Jan. 2026: Questionnaire conducted Mar. 2026: Evaluation results for the effectiveness of the Board of Directors reported and discussed at the meeting of the Board of Directors		
Major evaluation items	①Role and functioning of the Board of Directors ②Composition of the Board of Directors ③Operation of the Board of Directors ④Management strategy and plan	⑤Internal controls and risk management ⑥Nomination and compensation ⑦Performance of Outside Directors ⑧Training	⑨Dialogue with shareholders ⑩Evaluation of Committees ⑪Summary

Evaluation results

The Board of Directors concluded that the mechanism of the Board of Directors is appropriate in composition, role, and operation, and that Outside Directors are contributing to the effectiveness in the series of discussions, including meetings of the Board of Directors.

Based on the above, the company has judged that the effectiveness of its Board of Directors is adequately ensured.

Actions on the issues identified in FY 2024

For the issues identified in the effectiveness evaluation in FY 2024, listed below, we formulated an annual action plan and have addressed the issues, utilizing the Nomination and Compensation Advisory Committee and off-site meetings.

- Discussions on the Board diversity
- Discussions on the Mid-Term Management Plan and succession planning
- Initiatives for sustainability and risk management

Outside Directors and Outside Audit and Supervisory Board Members with extensive knowledge have been helping to deepen discussions by actively providing suggestions that introduce new perspectives and ideas. This is expected to drive further improvement in the next fiscal year.

Issues to be addressed for higher effectiveness

We recognize that the issues addressed in FY 2025 require continued action. Additional issues listed below are also included in our annual action plan to accelerate improvement efforts.

- Management in consideration of capital cost and stock price
- Discussions on human resources strategy and development
- Effective approach to prioritizing discussions on matters of high importance and urgency

Respect for Human Rights

Basic approach to respecting human rights

Based on our Corporate Philosophy of “Creation, Contribution, Cooperation” and the Tadano Group Sustainability Charter, the Tadano Group has established the Tadano Group Human Rights Policy to ensure maximum respect for human rights by all officers and employees in the Group.

In addition, the Tadano Group Mid-Term Management Plan (24-26) identifies “respect for human rights” as one of the key approaches to addressing sustainability issues. We will promote initiatives to respect human rights in accordance with this policy and plan.

Tadano Group Human Right Policy

Under our Corporate Philosophy of “Creation, Contribution, Cooperation,” the Tadano Group strives to contribute to the preservation of the environment and the realization of a sustainable society through maximizing value to our stakeholders and engaging in sustainable business activities. Thus, we aim to pursue further excellence for the world and the future. Based on our Corporate Philosophy and the Tadano Group Sustainability Charter, the Tadano Group has established the Tadano Group Human Rights Policy to ensure maximum respect for human rights by all officers and employees in the Group. We also expect everyone at all business partners (suppliers) to understand and support this policy.

Support and Respect for International Norms	We will respect the International Bill of Human Rights, the ILO Declaration on Fundamental Principles and Rights at Work, and other international norms, and will take action based on the UN Guiding Principles on Business and Human Rights. We will comply with the laws and regulations of the countries and regions in which we conduct business activities. In the event that internationally recognized human rights are not correctly respected in the laws and practices of a certain country or region, we will pursue methods of exercising maximum respect for internationally recognized human rights.
Respect for Human Rights in Our Business Activities	We will prevent any violations of human rights in our supply chain, including forced labor, child labor, and human trafficking, and will promote initiatives to ensure the effectiveness of such prevention. In the workplace, we will accept the diversity of values, including abilities and experiences, and will eliminate discrimination on the basis of race, nationality, gender, religion, disability, sexual orientation, gender identity, or other grounds, and will construct an environment that is safe and motivating. In order to grow together with our customers, we will provide products and services that are safe and secure. We take seriously the effects that our factories and products have on everyone in the local community, and endeavor to conduct business activities that contribute to community development.
Human Rights Due Diligence, Corrective Measures, and Remediation	We will establish appropriate mechanisms for human rights due diligence to identify and assess adverse human rights impacts, and endeavor to prevent and mitigate human rights violations. If it becomes clear that an adverse human rights impact has occurred, or that such an impact has been facilitated, we will work to implement corrective measures through appropriate means and establish systems to prevent recurrence.
Education	To ensure that this policy is fully embedded in all business activities, it will be reflected in our company regulations and business processes, and education will be provided to officers and employees. Furthermore, we will endeavor to ensure that all sales distributors and other business partners (suppliers) understand and cooperate with this policy.
Information Disclosure, Dialogue, and Consultation	Our human rights initiatives will be appropriately disclosed on the Tadano website or by other means of communication. We will engage in dialogue and consultation with relevant stakeholders regarding action to address any adverse human rights impacts.

System

Tadano initiatives for human rights are under the control of the Chief Compliance Officer, and are carried out primarily by the Compliance Committee. Specifically, initiatives are carried out for formulation of the human rights policy, human rights due diligence, questionnaire surveys of business partners, and carrying out training and e-learning.

Human rights due diligence

We conduct human rights due diligence to identify and assess human rights risks, and formulate improvement and mitigation measures. Progress on improvements is reviewed every six months by the Compliance Committee to advance our initiatives.

Survey

Survey period:	January–July 2024
Survey subjects:	All divisions
Survey method:	Questionnaire
Questionnaire contents:	4 themes (labor, local communities, products, other)
Results	No serious risks were identified. Progress on improvement measures will be reported to the Compliance Committee every six months, with a focus on high-priority matters.
Results report	Reported at the meeting of the Compliance Committee held in July 2024.
Follow-up	The Compliance Committee receives reports on the progress of improvements and reviews the effectiveness of the initiatives.

Questionnaire survey of business partners

In FY 2024, in order to promote sustainability including respect for human rights in the supply chain, we conducted a questionnaire survey of 57 business partners (Tadano Kyoei Society and major business partners, covering 70% or more of total transaction value) concerning the items related to human rights in the questionnaire template released by Global Compact Network Japan. We received replies from all 57 companies.

Training

We conduct awareness-raising activities through training programs and e-learning on diversity and harassment.

Remediation

Tadano has established an internal reporting system that enables reports concerning violations related to human rights problems, and has communicated it to employees of the Tadano Group. It is possible for employees to anonymously report information such as violations of policies or laws related to human rights, inappropriate acts, or similar matters. In addition to the internal reporting system, anyone who learns of facts in violation of, or possibly in violation of, policies and laws related to human rights can report the information through the Tadano website.

Interview with Newly Appointed Outside Directors

In light of your own career and experience, what kind of role do you hope to fulfill as an outside director?



I believe that it is important for outside directors to contribute to the medium- to long- term enhancement of corporate value from a standpoint that is independent from management and with an objective perspective. It is particularly important that we promote constructive discussions about the soundness of management strategies and the effectiveness of risk management. To help strengthen governance that improves the quality of decision-making, I intend to place particular emphasis on providing advice grounded in the realities of business operations, informed by the perspective of a global company, and mindful of the Company's social responsibilities.

I have been involved in manufacturing, development, production, business management, and human resources development at Komatsu. In my view, the competitiveness of a company is built not only on superior products and technologies. Sustainable competitive strength can only be achieved when operational capabilities, organizational capabilities, talent acquisition, and high-quality management decision-making work together in an integrated manner. In the revision of the Corporate Governance Code, proactive governance will become more important than the defensive governance of the past. The role of the outside directors has largely focused on defensive aspects, such as preventing scandals and monitoring the executive management team. From now on, however, I view moves that support companies to grow while taking appropriate risks as "proactive governance." I see our roles as not merely providing supervision and advice, but as clarifying the areas in which the executive management team should take on challenges, determining whether those challenges will lead to increased corporate value, and providing the necessary encouragement.

May we ask for your opinion or comments about your current impressions of the Tadano Group, its issues and potential?

Tadano and Komatsu operate in very similar industries, and my impression is that they have many things in common, such as their position in their respective industries, their "safety first" approach, and the issues they are currently facing. For example, technological innovations such as electrification, hybridization, and automation will become increasingly important in the future. There was a time in the past when Komatsu manufactured rough terrain cranes. I personally was involved in the production of cranes at the former Moka plant in Tochigi Prefecture as production engineering manager and procurement manager, so I have firsthand experience of Tadano's engineering capabilities, its commitment to quality, and the strength of the trust its brand enjoys in the market. In the current environment, however, technological competition has become increasingly globalized, and it is difficult to differentiate from competitors with only traditional sources of competitive advantage through incremental improvements of its products. In particular, Chinese manufactures have made remarkable progress in this regard. Komatsu's approach to customer value creation can be illustrated by placing products on the horizontal axis and solutions on the vertical axis. In addition to enhancing product value itself, the company seeks to create further value through solutions, effectively driving customer value upward on a "diagonal" trajectory. Examples include supporting safer operations, increasing visibility into equipment utilization, enhancing maintenance capabilities, and improving overall on-site efficiency. These areas, which are directly linked to customer value, offer substantial growth potential and represent challenges that Tadano is likely to share. With the rapid evolution of digital technology and AI, we are moving from competition based on individual products to competition based on overall

value of use. I believe that there is a high possibility that differentiation through a combination of products and solutions will create growth opportunities. In my personal view, as companies continue to globalize, it is important to preserve what might be called the traditional strengths of Japanese companies, namely long-term relationships with customers, a commitment to integrity, and strong partnerships with suppliers. I believe these qualities can continue to serve as a foundation for sustainable growth.

Currently, Tadano's overseas sales account for about 60% of its total sales. Looking ahead, demand for cranes and aerial work platforms is expected to grow further in international markets, driven by urban development, renewable energy projects, disaster recovery and reconstruction efforts, and the replacement of aging infrastructure. Although "globalization" is undoubtedly a keyword for growth, resources are inevitably finite, so there is a need to prioritize and allocate resources based on the needs of each region and the competitive environment. In other words, it is necessary to properly consider these aspects before determining the allocation of management resources.

There are also many other themes that should be discussed, including human asset management, branding, contribution to society, and management that is conscious of capital costs, such as ROE and ROIC. With more than 90% of its sales coming from overseas, Komatsu has a certain level of expertise at a global level in ensuring quality, optimizing production systems, and establishing human resources development systems. These are important issues for Tadano as well, so I hope to provide practical and effective advice grounded in operational realities, rather than merely speaking in generalities.



Hiroyuki Ogawa

Apr. 1985: Joined Komatsu Ltd.
Apr. 2004: Plant Manager of Chattanooga Manufacturing Operation, Komatsu America Corp.
Apr. 2007: General Manager of Planning & Coordination Department of Osaka Plant, Production Division, Komatsu Ltd.
Apr. 2010: Executive Officer, Plant Manager of Ibaraki Plant, Production Division, Komatsu Ltd.
Apr. 2013: Executive Officer, President of Procurement Division in Production Division, Komatsu Ltd.
Apr. 2014: Executive Officer, Representative of All Indonesia Operations, Komatsu Ltd., Chairman of PT Komatsu Marketing & Support Indonesia

Apr. 2015: Senior Executive Officer, Representative of All Indonesia Operations, Komatsu Ltd., Chairman of PT Komatsu Marketing & Support Indonesia
Apr. 2016: Senior Executive Officer, President of Production Division, Komatsu Ltd.
Apr. 2018: Senior Executive Officer, Komatsu Ltd.
Jun. 2018: Director, Senior Executive Officer, Komatsu Ltd.
Apr. 2019: President, Representative Director and CEO, Komatsu Ltd.
Apr. 2025: Chairman of the Board, Komatsu Ltd. (current position)
Mar. 2026: Director of Tadano Ltd. (current position)

In light of your own career and experience, what kind of role do you hope to fulfill as an outside director?

As an outside director of Tadano, I intend to enhance the quality of corporate management from an objective standpoint and play a role in supporting the advancement of important themes that contribute to enhancing corporate value. I have been involved in investment banking for many years at foreign and Japanese securities companies, working to support the global growth of Japanese companies through M&A, financing, and assistance dealing with investors and shareholders, as well as strengthening business foundations through structural reforms. Japan Activation Capital, where I currently serve as a partner, works in partnership with investee companies in a wide range of industries, including Tadano, to support initiatives on important management themes such as improving profitability, growth strategies, M&A, and new business development.

Having been involved in projects in various industries and companies and engaged with global capital markets, I believe that the challenges faced by Japanese companies are common across different industries. That challenge is how to boldly advance reforms and seize growth opportunities in overseas markets and new businesses at a time when competition is intensifying in a low-growth, shrinking domestic market, where the profitability of existing businesses is declining even when doing the same thing. This is also the case for Tadano. For any company, time is a finite resource. The key is how swiftly they can make and execute decisions while predicting the future. As the era of deflation and zero interest rates that lasted for over twenty years comes to an end, awareness of capital allocation and the time value is becoming increasingly important. While maintaining a balance with appropriate risk management, it will be necessary to move forward with foresight and a sense of speed toward future growth strategies.



Based on this awareness, I will provide opinions from an objective and external perspective as an outside director and aim to help Tadano further grow as a company by increasing the probability of achieving its goals. In doing so, I intend to contribute to enhancing Tadano's corporate and stock values.

May we ask for your opinion or comments about your current impressions of the Tadano Group, its issues and potential?

I believe that Tadano has the potential to grow further and increase its corporate value. Tadano is a leading company in the industry, and its reputation is underpinned by solid engineering and product capabilities. In addition, President Ujje and every member of the executive management team place top priority on safety and security. I believe that this approach provides the foundation for earning the trust of customers and society. As overseas sales account for more than 60% of Tadano's total sales and it is expanding its business globally, the diversity of its people is essential. I have the impression that Tadano has a good mix of homegrown talent and mid-career hires among both rank-and-file employees and management, which allows diverse opinions to form and leads to very active discussions.

My sense of Tadano's issues includes the restructuring of its European operations in the short term and, in the medium to long term, the strengthening of its global production and sales systems and responses to technology, including AI.

Action is starting to be taken in the European operations, including plant restructuring efforts in 2025 and the strengthening of local management structures. I also believe it is important to advance solutions to issues steadily and swiftly and, to that end, to give priority to efforts as One Tadano, including close cooperation with head office, to achieve its future vision.

On a global scale, the business environment is undergoing a major change due to increasing uncertainty over the U.S. tariffs and the situation in the Middle East, as well as the growing power of China. It will also be crucial to boldly review the production and sales structures to enable the strengthening of the cost structure and flexible responses to customer needs. Regarding AI, it goes without saying that its use is rapidly spreading in various fields. Combining AI with Tadano's development and production expertise and on-site product operation data could lead to dramatic improvements in safety, quality, and efficiency, as well as the provision of new services.

Alongside the advancement of the global economy, including infrastructure development, wind power generation facilities, data centers, and shipbuilding, new demand for mobile cranes and truck loader cranes is emerging and expanding. To steadily capture that demand and deliver products to meet it, I believe it is important to continue to make active investments, including capital investment in plants and M&A. With "Making products that will contribute to the world" and "Being a company that can contribute to the advancement of society" as part of its DNA, I am confident that Tadano will be able to achieve sustainable growth and increase corporate value. In doing so, it will have a positive impact on the entire industry, including its business partners and customers.



Shotaro Akita

Apr. 1996: Joined Tokio Marine & Fire Insurance Co., Ltd.
Jun. 2005: Earned an MBA with High Honors at The University of Chicago Booth School of Business
Jul. 2007: Joined Morgan Stanley Japan Securities Co., Ltd.
Jan. 2016: Managing Director, Investment Banking Division, Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.
Dec. 2019: Head of Corporate Clients Division and Managing Director, JPMorgan Chase Bank, N.A., Tokyo Branch, and JPMorgan Securities Japan Co., Ltd.

Dec. 2023: Partner, Newton Investment Partners, Inc. (currently Japan Activation Capital, Inc.) (current position)
Mar. 2026: Director of Tadano Ltd. (current position)

Executives (As of May 31, 2026)

Directors



Koichi Tadano Chairman of the Board and Representative Director

Apr. 1977: Joined Marubeni Corporation
Jun. 1988: Joined Tadano Ltd.
Jun. 1991: General Manager of President's Office
Jan. 1997: Director and President of Faun GmbH (currently Tadano Faun GmbH)
Jun. 1997: Director
Apr. 1999: Director and Managing Executive Officer
Apr. 2001: Director and Senior Managing Executive Officer
Apr. 2002: Representative Director and Senior Managing Executive Officer
Jun. 2003: President, CEO, and Representative Director
Apr. 2021: Chairman of the Board and Representative Director (current position)
Jun. 2024: Outside Director, Aozora Bank, Ltd. (current position)

Since he assumed the office of President, CEO, and Representative Director of the company, he has contributed to the long term growth of the Tadano Group, by leveraging the wealth of experience he had acquired in the past, and has shown strong leadership by playing a pivotal role in management. In April 2021, he assumed the office of Chairman of the Board and Representative Director of the company. He is expected to fulfill an important role in leading the Tadano Group to further growth.



Toshiaki Ujiie President, CEO, and Representative Director

Apr. 1984: Joined Marubeni Corporation
Apr. 2009: General Manager, Construction Machinery Department of Marubeni Corporation
Apr. 2013: General Manager, Corporate Planning & Strategy Department of Marubeni Corporation
Apr. 2014: Executive Officer of Marubeni Corporation
Apr. 2017: Managing Executive Officer of Marubeni Corporation
Apr. 2018: Managing Executive Officer and Chief Executive Officer, Transportation & Industrial Machinery Group of Marubeni Corporation
Apr. 2019: Joined Tadano Ltd. as Adviser to Planning and Administration Division
Jun. 2019: Director and Senior Managing Executive Officer
Jun. 2020: Executive Vice President and Representative Director
Apr. 2021: President, CEO, and Representative Director (current position)
Jul. 2025: President, CEO, and Representative Director of Tadano Infrastructure Solutions Ltd. (current position)

He was involved in the construction machinery business at a general trading company for many years, and he has contributed to driving the globalization of the company with his abundant experience and deep insight in both inside and outside Japan's construction machinery business. In April 2021, he assumed the office of President, CEO, and Representative Director of the company, and has shown strong leadership. He is expected to fulfill an important role in leading the Tadano Group to further growth.



Noriaki Yashiro Director and Senior Managing Executive Officer

Apr. 1986: Joined Sumitomo Corporation
May 2006: CEO, Plaza Motors Corporation d.b.a. Mazda de Puerto Rico, Officer, Auto Summit Inc.
Apr. 2014: General Manager, Lead & Zinc Business Dept., Sumitomo Corporation
Oct. 2015: President, Minera San Cristobal S.A., CEO, Summit Mining International Inc.
Apr. 2020: General Manager, Mobility Hub Business Dept., Sumitomo Corporation
Feb. 2021: Joined Tadano Ltd. as General Manager in charge of International Sales Division
Apr. 2021: Executive Officer
Apr. 2022: Managing Executive Officer
Mar. 2023: Director and Managing Executive Officer
Apr. 2026: Director and Senior Managing Executive Officer, Chief of Headquarters, European Operations and Chief of Headquarters, Global HR AND ICT Division, President and CEO, Tadano Europe Holdings GmbH, President and CEO, Tadano Demag GmbH, President and CEO, Tadano Faun GmbH (current position)

He has contributed to driving the globalization of the company by drawing on his abundant experience cultivated at a general trading company. He is expected to fulfill an important role in leading the Tadano Group to further growth.



Junichi Kaneko Outside Director Independent Director Director

Apr. 1976: Entered the Ministry of Labor (currently Ministry of Health, Labour and Welfare)
Aug. 2007: Director General, Minister's Secretariat, Ministry of Health, Labour and Welfare
Jul. 2008: Director General of the Labour Standards Bureau, Ministry of Health, Labour and Welfare
Sep. 2012: Vice-Minister, Ministry of Health, Labour and Welfare
Apr. 2015: Visiting Professor, Institute of Regional Development, Taisho University
Jul. 2017: Senior Advisor, Boston Consulting Group
Jun. 2019: Chairman, National Silver Human Resources Center Association
Mar. 2022: Adviser of Tadano Ltd.
Jun. 2022: Director (current position)

He has advanced expertise and abundant experience in Compliance and Human Resources Strategies in the employment and labor administration fields through holding important posts including Director General of the Labour Standards Bureau and Vice-Minister in the Ministry of Health, Labour and Welfare, and has adequately supervised the company's management. The company expects him to fulfill his role to supervise management from an objective standpoint independent from those who carry out the company's business by drawing on his advanced expertise and abundant experience in Compliance and Human Resources Strategies in the employment and labor administration fields.



Koichi Tadenuma Outside Director Independent Director Director

Apr. 1990: Assistant Professor, Faculty of Economics, Hitotsubashi University
Apr. 1992: Associate Professor, Faculty of Economics, Hitotsubashi University
Apr. 1998: Associate Professor, Graduate School of Economics, Hitotsubashi University
Apr. 2000: Professor, Graduate School of Economics, Hitotsubashi University
Apr. 2011: Dean of Graduate School, Graduate School of Economics, Hitotsubashi University
Dec. 2014: President of Hitotsubashi University
Dec. 2020: Adviser of Tadano Ltd. (current position)
Jun. 2021: Director (current position)
Apr. 2023: Specially Appointed Professor, Graduate School of Economics, Hitotsubashi University
Apr. 2025: Professor, Tokyo Woman's Christian University (current position)

He has deep insight on Economics and abundant experience in academic administration, and has adequately supervised the company's management. He is expected to fulfill his role to supervise management from an objective standpoint independent from those who carry out the company's business by drawing on his insight on Economics and advising based on his academic experience.



Shotaro Akita Outside Director Director

Apr. 1996: Joined Tokio Marine & Fire Insurance Co., Ltd.
Jun. 2005: Earned an MBA with High Honors at The University of Chicago Booth School of Business
Jul. 2007: Joined Morgan Stanley Japan Securities Co., Ltd.
Jan. 2016: Managing Director, Investment Banking Division, Mitsubishi UFJ Morgan Stanley Securities Co., Ltd.
Dec. 2019: Head of Corporate Clients Division and Managing Director, JPMorgan Chase Bank, N.A., Tokyo Branch, and JPMorgan Securities Japan Co., Ltd.
Dec. 2023: Partner, Newton Investment Partners, Inc. (currently Japan Activation Capital, Inc.) (current position)
Mar. 2026: Director of Tadano Ltd. (current position)

He has abundant knowledge and experience, including experience as a partner at a management support-oriented investment management company as well as experience in overseas M&A, business development, and fundraising related operations at securities companies and an investment bank. He is expected to fulfill his role to supervise management from an objective standpoint independent from those who carry out the company's business by drawing on his abundant knowledge and experience in management support and capital market.



Shosaku Murayama Outside Director Independent Director Lead Independent Director

Apr. 1972: Joined Bank of Japan
Feb. 1981: Economist, New York Office of Bank of Japan
Nov. 1994: General Manager, Takamatsu Branch of Bank of Japan
Jun. 1998: Chief, Survey Statistics Bureau of Bank of Japan
Mar. 2002: President, CEO and Representative Director of Teikoku Seiyaku Co., Ltd.
Jun. 2011: President, CEO and Representative Director of IPS Academia Japan, Inc.
Jun. 2014: Outside Director of TOHO HOLDINGS CO., LTD.
Jul. 2014: President, CEO and Representative Director of IPS Portal, Inc.
Jun. 2020: Director of Tadano Ltd. (current position)

He has abundant knowledge and experience on Economy, Finance and Corporate Management, and has adequately supervised the company's management. He is expected to fulfill his role to supervise management from an objective standpoint independent from those who carry out the company's business by drawing on his abundant knowledge and experience on Economy, Finance and Corporate Management.



Akiko Otsuka Outside Director Independent Director Director

Apr. 1986: Joined Toshiba Corporation
Oct. 1995: Studied at Stanford University Graduate School in the U.S.
Apr. 2007: Joined NEC Corporation
Jul. 2015: Gender Equality Committee in AeroSpace (Sorajo Board) of Japanese Rocket Society (current position)
Nov. 2017: Expert of Space Systems Group I, Space Systems Division of NEC Corporation
Mar. 2018: Earned Doctoral Degree in System Engineering at Keio University
Apr. 2019: Chairperson of the Gender Equality Committee of the Japan Society for Aeronautical and Space Sciences
Apr. 2021: Adviser of Tadano Ltd.
Jun. 2021: Director (current position)
Apr. 2022: Senior Engineer, Technology Division, Human Spaceflight Technology Center, Human Spaceflight Technology Directorate, Japan Aerospace Exploration Agency (JAXA) (current position)
May. 2022: Director in charge of General Affairs, The Japan Society for Aeronautical and Space Sciences
Mar. 2025: Planning Director, Gender Equality Committee in AeroSpace (Sorajo Board) of Japanese Rocket Society (current position)

She has abundant knowledge and experience cultivated through the development of robot arms for the International Space Station and activities of the Gender Equality Committee, and has adequately supervised the company's management. She is expected to fulfill her role to supervise management from an objective standpoint independent from those who carry out the company's business by drawing on her abundant knowledge and experience cultivated through product development and activities of the Gender Equality Committee.



Hiroyuki Ogawa Outside Director Independent Director Director

Apr. 1985: Joined Komatsu Ltd.
Apr. 2004: Plant Manager of Chattanooga Manufacturing Operation, Komatsu America Corp.
Apr. 2007: General Manager of Planning & Coordination Department of Osaka Plant, Production Division, Komatsu Ltd.
Apr. 2010: Executive Officer, Plant Manager of Ibaraki Plant, Production Division, Komatsu Ltd.
Apr. 2013: Executive Officer, President of Procurement Division in Production Division, Komatsu Ltd.
Apr. 2014: Executive Officer, Representative of All Indonesia Operations, Komatsu Ltd., Chairman of PT Komatsu Marketing & Support Indonesia
Apr. 2015: Senior Executive Officer, Representative of All Indonesia Operations, Komatsu Ltd., Chairman of PT Komatsu Marketing & Support Indonesia
Apr. 2016: Senior Executive Officer, President of Production Division, Komatsu Ltd.
Apr. 2018: Senior Executive Officer, Komatsu Ltd.
Jun. 2018: Director, Senior Executive Officer, Komatsu Ltd.
Apr. 2019: President, Representative Director and CEO, Komatsu Ltd.
Apr. 2025: Chairman of the Board, Komatsu Ltd. (current position)
Mar. 2026: Director of Tadano Ltd. (current position)

He has abundant knowledge and experience, including management experience as Chairman and President of a construction machinery manufacturer, supervisory experience in governance in general, and experience as a person responsible for overseas and domestic production divisions. He is expected to fulfill his role to supervise management from an objective standpoint independent from those who carry out the company's business by drawing on his abundant knowledge and experience in management, governance, and overseas and domestic production at a construction machinery manufacturer.

Audit and Supervisory Board Members



Masahiko Ikeura Audit and Supervisory Board Member

Apr. 1981: Joined Tadano Ltd.
Jul. 1999: President and Representative Director of Tadano Tokyo Sales Ltd.
Apr. 2005: General Manager of Chugoku Branch, West Japan Branch Office, Tadano Ltd.
Apr. 2008: Head of East Japan Branch Office
Apr. 2009: General Manager of Japan Sales Planning and Promotion Department
Apr. 2012: Executive Officer and Deputy Head of Japan Sales Division
Apr. 2021: Adviser of Tadano Ltd.
Jun. 2021: Audit and Supervisory Board Member (current position)

He has managerial experience at company's branches as well as abundant experience and knowledge in the company's business, mainly centered on the Sales Division. He is expected to appropriately fulfill his duties as an Audit and Supervisory Board Member.



Kiyoshi Fujii Audit and Supervisory Board Member

Apr. 1985: Joined SHIKOKU CHEMICALS CORPORATION (currently SHIKOKU KASEI HOLDINGS CORPORATION)
Apr. 1990: Joined Sharp Corporation
Jul. 1991: Joined Tadano Ltd.
Apr. 2009: General Manager, Sales Administration Department
Jun. 2009: Director of Tadano Faun GmbH
Feb. 2015: General Manager of Global Business Promotion Department
Apr. 2017: General Manager of Finance and Accounting Department
Aug. 2019: CFO of Tadano Demag GmbH
Sep. 2022: Retired from the company
Mar. 2023: Audit and Supervisory Board Member (current position)
Jun. 2025: Director, Audit and Supervisory Committee Member (Outside Director), YONDENKO CORPORATION (current position)

He has considerable insights in Finance and Accounting cultivated through his past experience as General Manager of Finance and Accounting Department of the company and CFO of one of our German group companies (Tadano Demag GmbH). Accordingly, he is expected to appropriately fulfill his duties as an Audit and Supervisory Board Member.

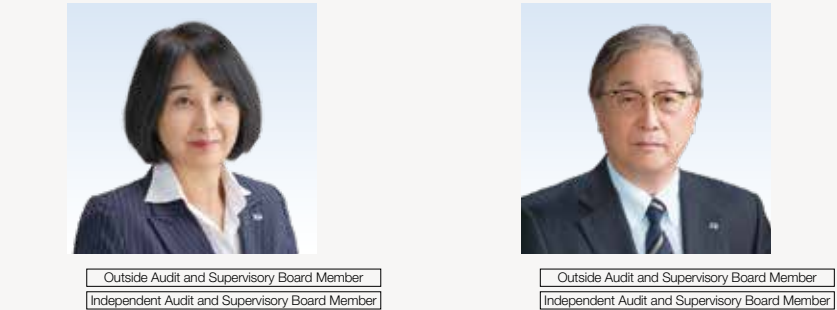


Koji Watanabe Outside Audit and Supervisory Board Member Independent Audit and Supervisory Board Member Audit and Supervisory Board Member

Apr. 1980: Appointed to Kagawa Prefectural Police Officer
Apr. 2010: Director of First Investigation Division, Kagawa Prefectural Police Headquarters
Mar. 2014: Chief of First Investigation Division, Kagawa Prefectural Police Headquarters
Mar. 2020: Chief, Takamatsu-minami Police Office
Mar. 2021: Regional Inspector of Community Safety Division, Kagawa Prefectural Police Headquarters
Jun. 2022: Audit and Supervisory Board Member of Tadano Ltd. (current position)

He is expected to utilize his abundant knowledge of and experience in Compliance, for the company's audit system.

Audit and Supervisory Board Members



Mami Kato Audit and Supervisory Board Member
Apr. 1986: Joined IBM Japan, Ltd.
Apr. 1997: Registered as a lawyer (to present)
Jan. 1998: Joined Sakuragaoka Law Office (to present)
Apr. 2012: Vice President of Dai-ni Tokyo Bar Association
Jun. 2016: Outside Director of MAEZAWA KASEI INDUSTRIES CO., LTD. (current position)
Jul. 2018: Outside Director and Audit and Supervisory Committee Member of VISIONARY HOLDINGS CO., LTD.
Jun. 2019: Outside Director of Asakuma Co., Ltd.
Jun. 2021: Audit and Supervisory Board Member of Tadano Ltd. (current position)

She is expected to utilize her professional viewpoints as a lawyer, abundant knowledge of and experience in Corporate Law, and experience as an Outside Officer, for the company's audit system.

Hisakazu Suzuki Audit and Supervisory Board Member
Apr. 1977: Joined Sumitomo Corporation
Oct. 2003: General Manager, Documents and General Affairs Department of Sumitomo Corporation
Aug. 2008: General Manager, Public Relations Department of Sumitomo Corporation
Apr. 2011: Executive Officer of Sumisho Computer Systems Corporation
Oct. 2011: Executive Officer of SCSK Corporation
Jun. 2012: Representative Director, Senior Executive Officer of SCSK Corporation
Apr. 2016: Representative Director, Executive Vice President, Executive Officer of SCSK Corporation
Oct. 2019: Adviser of Tadano Ltd.
Jun. 2020: Audit and Supervisory Board Member (current position)
Dec.2021: Outside Director and Audit and Supervisory Committee Member of CRI Middleware Co., Ltd.
Dec.2024: Outside Director of CRI Middleware Co., Ltd. (current position)
He has abundant knowledge and experience on Corporate Management, Compliance, and Governance. In addition, he has experience as an Officer managing IR and Finance at SCSK Corporation, and has a considerable amount of knowledge in Finance and Accounting. He is expected to utilize these knowledge and experiences for the company's audit system.

Skills Matrix for Directors and Audit and Supervisory Board Members

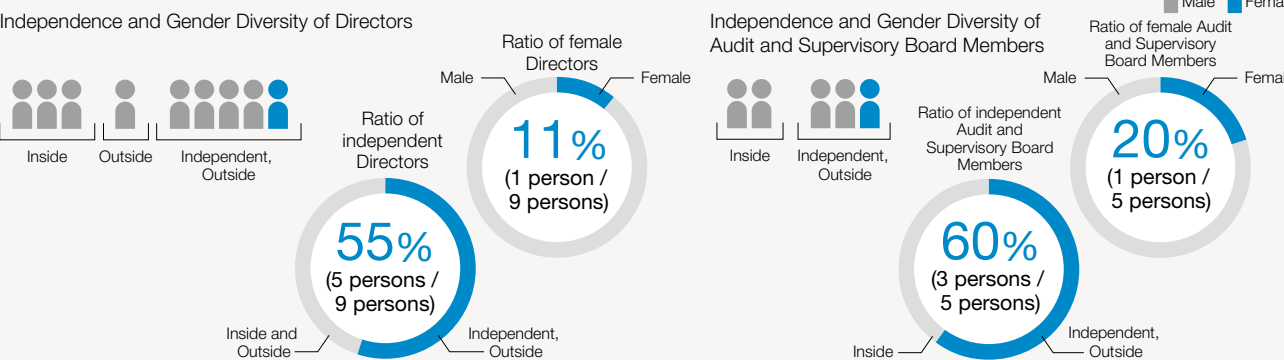
At meetings of the Board of Directors and the Audit and Supervisory Board, Directors and Audit and Supervisory Board Members who are elected with holistic consideration, in light of their experience, knowledge, and expertise, deliberate matters from diverse perspectives to achieve appropriate decision-making, management supervision, and auditing. The Skills Matrix was determined after discussing with each Director and Audit and Supervisory Board Member.

Reasons for skills selection	
Corporate Management	In order to effectively supervise appropriate risk taking and prompt and decisive decision-making by the management, Directors' own experience and knowledge as top management is necessary.
Finance and Accounting	In addition to ensuring the reliability of financial reporting, which affects investment decisions, it is necessary to manage the company, taking into account the improvement in profitability and capital efficiency, based on the appropriate capital allocation from a company-wide perspective, in order to sustainably enhance corporate value.
Manufacturing, Technology and R&D	It is necessary to oversee whether a research system that continually produces high-value products and solutions is maintained and developed and technological assets created are effectively utilized to expand business and improve corporate value.
Marketing and Sales	Experience and knowledge are necessary to identify risks and opportunities posed by the external environment of the company's business that develops globally.
Compliance and Risk Management	Solid experience and knowledge of the field of Compliance and Risk Management are required in order to promote Risk Management based on Compliance that is positioned as the foundation for everything in the company's core values.
Sustainability	For the preservation of the environment and the realization of a sustainable society, expertise and experience in sustainability management, including ESG/SDGs, respect for human rights and employees, and human resource development are required.
Global	In order to appropriately advise on and oversee the execution of global activities that are developing at an accelerated pace, it is necessary to possess experience and knowledge from a global management perspective based on an understanding of international situations and different cultures.

Skills Matrix								Reasons for marking ●
	Name	Corporate Management	Finance and Accounting	Manufacturing, Technology and R&D	Marketing and Sales	Compliance and Risk Management	Sustainability	
Directors	Koichi Tadano	●		●	●			● • Experience as President, CEO, and Representative Director of the company • Experience as a person responsible for product development of the company • Management experience at overseas subsidiaries of the company
	Toshiaki Ujiei	●			●			● • Experience as CEO of Transportation & Industrial Machinery Group at a general trading company • Experience in the domestic and overseas construction industry at a general trading company
	Noriaki Yashiro	●	●				●	● • Experience in management and acquisition of overseas companies at a general trading company
	Shosaku Murayama	●	●					● • Experience as Chief of Survey Statistics Bureau and expatriate in New York at the Bank of Japan • Experience as President at pharmaceutical companies and other management experience
	Akiko Otsuka			●		●	●	● • Experience in product development at a general electrical manufacturer and JAXA • Experience in Gender Equality Committee in AeroSpace of Japanese Rocket Society and as Chairperson of the Gender Equality Committee of the Japan Society for Aeronautical and Space Sciences
	Hiroyuki Ogawa	●		●		●		● • Experience in management as Chairman and President of a construction machinery manufacturer and supervisory experience in governance in general • Management experience as a person responsible for overseas and domestic production divisions at a construction machinery manufacture
	Junichi Kaneko	●				●	●	● • Experience as Director General of the Labour Standards Bureau and Vice-Minister in the Ministry of Health, Labour and Welfare • Experience as Adviser at a consulting firm
	Koichi Tadenuma	●	●			●	●	● • Expertise as a university professor in Economics • Experience in academic administration as President of Hitotsubashi University
Audit and Supervisory Board Members	Shotaro Akita	●	●					● • Experience as a Partner at a management support-oriented investment management company • Experience in overseas M&A, business development, and fundraising related operations at securities companies and an investment bank
	Masahiko Ikeura	●			●			● • Management experience at company's branches • Experience as a person responsible for sales of the company
	Kiyoshi Fujii		●					● • Experience as General Manager of Finance and Accounting Department and CFO of an overseas group company
	Koji Watanabe					●	●	● • Experience and knowledge from holding key positions in the police force
	Mami Kato					●	●	● • Experience and expertise as a lawyer
	Hisakazu Suzuki	●	●			●		● • Experience as an Officer managing IR and Finance and Vice President at an IT company • Experience in Compliance and Corporate Governance at a general trading company

● is marked in the column where individual is particularly expected to exercise such skills.

Independence and Gender Diversity of Directors and Audit and Supervisory Board Members



Compensation of Officers

Basic Policy

Compensation for Directors of the company has been determined based on the following basic policy.

- It shall be aimed at achieving sustainable growth of the company and enhancing its corporate value over the medium to long term, and an incentive for Directors to achieve management targets.
- The compensation system and level shall be designed to be competitive enough for the company to secure and reward a diverse and talented human resources, taking into account the payment standards of other companies, based on survey data from a third-party organization.
- It shall demonstrate a sound entrepreneurial spirit by appropriately setting the ratio of fixed compensation (monetary compensation), performance-linked compensation (monetary compensation), and restricted stock compensation (non-monetary compensation) that aims to share value with stakeholders.

The compensation for Outside Directors is fixed compensation (monetary compensation) only, in consideration of their role and independence.

Policy on Determination of Fixed Compensation (Monetary Compensation)

Fixed compensation (monetary compensation) for Directors is a monthly fixed amount and consists of basic compensation and a position-based allowance, taking into consideration the level of other companies and employee salaries.

Policy on Determination of Restricted Stock Compensation (Non-Monetary Compensation)

The amount of restricted stock compensation for Directors is determined by multiplying the annual basic compensation by payment rate by position, and the number of shares to be granted is obtained by dividing that amount by the closing price of the company's common stock on the Tokyo Stock Exchange on the business day immediately preceding the day of the Board of Directors resolution regarding the grant of restricted stock. For Directors who are not residents of Japan, the compensation may be paid in cash.

Policy for the Ratio of Monetary to Non-monetary Compensation

The details and ratios of monetary and non-monetary compensation, etc. are as follows.

	Monetary Compensation		Non-monetary Compensation, etc.
	Fixed compensation (Basic compensation + Position-based allowance)	Performance-linked compensation (Basic compensation × Payment rate by position)	Restricted stock compensation (Basic compensation × Payment rate by position)
Chairman	Approximately 40%	Approximately 30%	Approximately 30%
President	Approximately 30%	Approximately 30%	Approximately 40%
Executive Vice President and below	Approximately 60%	Approximately 25%	Approximately 15%
Outside Directors	100% Fixed compensation	—	—

Note: Ratios of the monetary compensation for performance-linked portion are the ones assuming that the amount of consolidated operating profit was at the standard level under the plan.

At the 77th Ordinary General Shareholders' Meeting held on March 27, 2025, it was approved that the maximum amount of monetary compensation (fixed compensation and performance-linked compensation) payable to Directors shall be no more than 550 million yen per year (including no more than 90 million yen for Outside Directors). It was also approved that, separately from such monetary compensation, the total amount of monetary compensation payable to Directors (other than Outside Directors) for granting restricted stock as non-monetary compensation (restricted stock compensation) shall be no more than 250 million yen per year and that the maximum number of shares of the company to be delivered shall be no more than 900,000 shares per year. As a result of the above, the aggregate compensation payable to Directors is no more than 800 million yen per year (including not more than 550 million yen per year for monetary compensation and not more than 250 million yen per year for non-monetary compensation).

Policy on Determination of Performance-linked Compensation (Monetary Compensation)

The amount of performance-linked compensation for Directors is determined based on consolidated operating profit, an important indicator in the Mid-Term Management Plan as a performance indicator, and is paid on a monthly basis together with the fixed compensation described to the left, in order to raise awareness of the need to improve performance in each fiscal year. Specifically, a payment rate by position linked to the amount of consolidated operating profit is set and the amount of compensation is determined by the following formula.

Performance-linked compensation = Basic compensation by position × Payment rate by position based on performance indicators

- ①Restriction on transfer and period of restriction on transfer
Directors may not transfer, create security interests in, or otherwise dispose of restricted stock during the period from the date of granting until the date of retirement from the position of Director of the company or other position determined by the Board of Directors of the company.
- ②Reasons for acquisition without compensation
In the event of resignation during the term of office without a justifiable reason, violation of laws and regulations or internal rules, or any other event that the Board of Directors of the company determines to be appropriate for the acquisition of restricted stock without compensation, the company shall acquire the granted restricted stock without compensation.