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December 17, 2021

To Whom It May Concern,

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Representative Director, President and CEO
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Notice: Establishment of Nomination and Compensation Committee

Insource Co., Ltd. (the “Company”) hereby announces that at a meeting of its Board of Directors held today, it resolved to establish the Nomination and Compensation Committee as an advisory body for the Board of Directors.

1. Purpose of the establishment

The Company has decided to establish the Nomination and Compensation Committee to further enhance its corporate governance system by increasing the transparency and objectivity of the evaluation and decision-making process regarding the nomination and compensation of Directors, Executive Officers and Representative Directors of subsidiaries.

2. Role of the Committee

With a request from the Board of Directors, the Committee will deliberate and report on the following matters.

- (1) Matters concerning the election and dismissal of directors (matters to be resolved at the General Meeting of Shareholders)
- (2) Matters concerning the selection and dismissal of representative directors
- (3) Matters concerning the selection and dismissal of directors
- (4) Matters related to remuneration of Directors
- (5) Matters related to the maximum amount of remuneration for Directors (matters to be resolved at the General Meeting of Shareholders)
- (6) Matters related to remuneration for executive officers and representative directors of subsidiaries
- (7) Matters related to succession planning (including training)
- (8) Other important management matters

3. Composition of the Committee

The members of the Nomination and Compensation Committee shall consist of three or more directors selected by resolution of the Board of Directors, a majority of whom shall be independent outside directors. The chairperson of the committee will be selected from the independent outside directors.

The committee members selected as of December 17, 2021 consists of one inside director and three independent outside directors.

4. Date of Establishment

December 17, 2021

END