

THE JAPAN SOCIETY

2025

ANNUAL GENERAL MEETING

TRUSTEE ELECTIONS

Notice of the 2025 Annual General Meeting
at the Embassy of Japan, London on Wednesday 23 July
THE JAPAN SOCIETY (THE "COMPANY")



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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the ANNUAL GENERAL MEETING of the Company will be held on 23 July 2025 at 6.00pm at the Embassy of Japan, 101-104 Piccadilly, London W1J 7J. The business of the meeting shall be to (i) record thanks to Sponsors and Benefactors; (ii) to consider, and if thought fit, pass the following ordinary resolutions; and (iii) to consider, and if thought fit, pass the following special resolution:

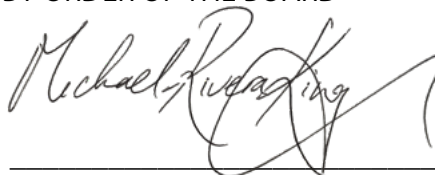
Ordinary Resolutions

1. To receive and adopt the audited annual accounts of the Company for the financial year ended 31 December 2024 and the Trustees' Report.
2. To reappoint Richard Place Dobson as auditors and to authorise the Board to approve their remuneration as thought fit.
3. To appoint Yasuko Fukuda as Ordinary Trustee with effect from the close of the Annual General Meeting.
4. To appoint Darren Goff as Ordinary Trustee with effect from the close of the Annual General Meeting.
5. To appoint Mohan Manuel as Ordinary Trustee with effect from the close of the Annual General Meeting.
6. To appoint Julie Rogers as Ordinary Trustee with effect from the close of the Annual General Meeting.

Special Resolution

7. To adopt new Articles of Association in the form produced to the meeting and initialled by the Chair for the purposes of identification in substitution for and to the exclusion of the Company's existing Articles of Association.

BY ORDER OF THE BOARD



M J RIVERA KING
Chief Executive

Dated: 07 July 2025

Registered office: 13/14 Cornwall Terrace, London NW1 4QP

NOTES

1. The full accounts may be seen on [The Japan Society website](http://www.japansociety.org.uk) (www.japansociety.org.uk) or may be requested in hard copy from the registered office.
2. A copy of the proposed revised Articles of Association may be seen on [The Japan Society website](http://www.japansociety.org.uk) or may be requested in hard copy from the registered office
3. A list of candidates for appointment [or re-appointment] to the vacancies as Ordinary Trustees, together with biographical details of the candidates, are also enclosed.
4. Corporate members of the Company may authorise a representative to attend the meeting on its behalf in any manner which is permitted by that corporate member.
5. A member of the Company is entitled to appoint, in line with s324 Companies Act 2006, a proxy to exercise all or any of his or her rights to attend, speak and vote at the meeting. A form of proxy is enclosed with this notice. The proxy must be a member of the Company.
6. To be effective, the instrument appointing a proxy and any authority under which it is executed (or a certified copy of such authority) must be deposited (by post or email) not less than 48 hours before the time for holding the meeting. Completion and return of the form of proxy will not preclude members from attending and voting in person at the meeting. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated.
7. To comply with security policy at the Embassy of Japan, members are asked to notify the Society in advance of their intention to attend the AGM. Please bring a copy of your booking confirmation, together with some form of photographic ID with you to the meeting. Without such ID admission may be refused.

Appendix One

Appointment of Trustees

The Board of the Company currently consists of a Chair, a Vice-Chair, the Minister Plenipotentiary at the Embassy of Japan and the Minister in Charge of Public Diplomacy the Japanese Embassy (each having the status of observer) and thirteen Ordinary Trustees together with four officer roles (Solicitor, Treasurer and two Editors).

As set out in the current Articles of Association, the total number of Trustees on the Board should be no more than fifteen, and there should be no fewer than four Ordinary Trustees.

Ordinary Trustees are required to retire at the third anniversary of their appointment unless they are reappointed at a general meeting. No Ordinary Trustee may serve for longer than six consecutive years as a member of the Board.

The Board has appointed a Trustees' nominations committee currently comprising of Greg Clark, Emma Hickinbotham, Helen Macnaughtan, Akiko Yano, and Rie Yoshitake. This committee reviews the skills that are required on the Board from time to time and the succession policy; and it makes recommendations to the Board on possible future appointments.

Two Ordinary Trustees, Neil Riley and Pernille Rudlin, are due to retire at the meeting. The Board notes their valued contributions and thanks them for their six-years of service as trustees.

There are four people standing for appointment to the Board as Ordinary Trustees: Yasuko Fukuda, the Senior Executive Officer of Mitsui Sumitomo Insurance Co., Ltd.; Darren Goff, Deputy Director and Joint Head of the Automotive Unit at the Department of Business and Trade; Mohan Manuel, Partner and Japanese Services Group EMEA Leader at Deloitte LLP; and Julie Rogers, General Manager of the Communications and Sustainability Department at Mitsubishi Corporation London Branch and Chair of the company's UK-based corporate foundation, the Mitsubishi Corporation Foundation for EMEA. The Board proposes their appointment. Biographical details of all four Ordinary Trustee candidates are set out in this Appendix.

Overall, there are four candidates for appointment. Members are therefore asked at the AGM to cast their votes "For" or "Against" each candidate. Members may also select the "vote withheld" option if they do not wish to vote for or against any particular candidate, although a vote withheld in this way is not a "vote" by law and will not be counted in the calculation of the proportion of votes "For" and "Against" a candidate.

We are always looking for new people to be involved with the Japan Society in different capacities, including as committee members and as Trustees and are delighted that so many people are willing to volunteer their skills to the Society. We encourage members to let us know at any time during the year if they would like to be more involved. Suggestions of names of people to be considered for committees or for the Board should be made to any member of the nominations committee or indeed any member of the Board.

Members may vote, as normal, in person at the AGM on 23 July 2025 or by proxy. A proxy form is enclosed in this booklet for this purpose.

Biographical Details of the Candidates for Chairman and Ordinary Trustees 2025

YASUKO FUKUDA

Yasuko Fukuda is the Senior Executive Officer of Mitsui Sumitomo Insurance Co., Ltd. (MSIJ), a member of the MS&AD Insurance Group, one of the largest insurance companies in the world.

Ms Fukuda is currently overseeing operations across the United Kingdom, MS Reinsurance (based in Switzerland), and Africa. With over three decades of extensive experience in global finance and insurance, she plays a strategic leadership role across the MS&AD Insurance Group's international businesses.

Ms Fukuda began her career in 1991 with The Sumitomo Marine and Fire Insurance Co., Ltd., a predecessor of MSIJ. Her early specialisation in international accounting laid the foundation for her rise through the organisation, including key leadership roles both in Japan and overseas.

She has served in various capacities, including Chairman and CEO of MSIG Corporate Services (Europe) Ltd, Director of MS Amlin Underwriting Limited (managing agent), MS Reinsurance, and MSIG UK and Managing Executive Officer responsible for international operations, strategic supervision and held the position of Chief Financial Officer. She has also served long-term overseas assignments in London, acting as General Manager and Finance Liaison Officer at MS Amlin Plc.

Throughout her career, Ms. Fukuda has demonstrated deep expertise in global insurance finance, cross-border corporate governance, and regulatory compliance. Her international perspective, bolstered by years of leadership experience in the UK and Europe, continues to shape MS&AD's global strategy.

She is an MBA graduate from the Rotterdam School of Management and holds a bachelor's degree in mathematics.

DARREN GOFF

Darren heads up the Automotive Unit at the Department for Business and Trade, as Deputy Director. His team carries out policy and strategy development, manages the relationships with the main UK automotive manufacturers in the UK and leads the Automotive Council which is co-chaired between industry and government. Japanese automotive companies play a major role in the UK automotive sector, in most years producing over 40% of the cars made in the UK.

Darren was previously based at the UK Embassy in Tokyo for over 8 years carrying out two roles. He started his time at the Embassy in 2016, as Head of Investment, which involved supporting existing Japanese investors with operations in the UK and promoting the UK as a location for foreign direct investment (FDI) from potential Japanese investors. From 2021 to 2024, Darren held the role of Deputy Trade Commissioner for North-East Asia (based in Japan), working to support growth in the commercial relationship between the UK and North East Asia (Japan, S.Korea & Taiwan). His team focused on the development and strengthening of bilateral trade policy, supporting UK exporters to access N.E Asian markets and helping N.E Asian companies to invest and grow in the UK.

Darren studied Japanese and Chinese history at the University of Leeds, sparking his interest in Japan. He then taught English in Okayama in Japan for 2 years after graduating before joining the civil service.

MOHAN MANUEL

Mohan is a Partner at Deloitte London where he is the EMEA Leader of the firm's Japanese Services Group (JSG). The JSG team within Deloitte is responsible for serving the needs of Japanese groups on a global basis. As such, Mohan supports Japanese groups by working with Deloitte professionals across EMEA, spanning the full range of services that Deloitte provides from Business Consulting to M&A, and Tax services to statutory audits.

Mohan first became involved with Japanese clients in 2002 when he was a junior Partner. In his role, he works closely with Deloitte Japan's leadership team and visits Japan a number of times each year. He is involved in many internal initiatives, including sponsoring the next generation of female leaders in the JSG, and external initiatives, eg Deloitte's recent sponsorship of the Greater Manchester Trade Delegation to Japan.

Over his 20+ years of working with Japanese companies, Mohan has supported many Japanese companies spanning the full range of industries, with particular experience with Trading houses, manufacturing and telecommunications groups. Mohan regularly speaks at seminars and webinars in Europe and in Japan, and hosts many Deloitte events for Japanese companies. Recent topics have included energy transition, AI and the geopolitical landscape for Japanese groups.

Mohan is a graduate of the University of Oxford. He has 3 daughters and is disappointed that so far none of them have been able to join him on a trip to Japan, Covid having ruined the plan for a big trip to the Tokyo Olympics. Mohan's hobbies include travelling as widely as possible, and he is a keen sports enthusiast, with plans for watching baseball and sumo later this year.

JULIE ROGERS

Julie Rogers was born in Tokyo to Japanese and English parents and moved to the UK aged seven. She later graduated from Sheffield University in Japanese Studies and Politics. Julie has spent most of her working career at Mitsubishi Corporation, where she is currently on the board of directors of Cermaq, a subsidiary of Mitsubishi Corporation and General Manager of the Communications and Sustainability Department. She is also Chair of the company's UK-based corporate foundation, the Mitsubishi Corporation Foundation for EMEA.

In her current role she is in charge of communications, which covers both internal, staff focused communications for Mitsubishi Corporation in the European region as well as external stakeholder relationships including with cultural and academic institutions.

She is also responsible for social and environmental considerations for business, reporting and advising on key sustainability priorities and best practises. She worked in Mitsubishi Corporation's Tokyo head office in the mid-2000s.

Having lived with two cultures all her life, she has a strong interest in the importance of language, culture and context when building relationships and mutual understanding.

Appendix Two

Principal Changes introduced in the New Articles of Association

At the 2024 AGM, the Company adopted new articles of association which updated and simplified various aspects of the procedures of the Company and updated the Companies' objectives. However, on its final review, as is required, the Charity Commission queried elements of our new objects. On reflection, the Board has decided that the time taken to address those changes was not the best use of the executive's time as the original objects do not inhibit our charitable work in any way. For good order we are formally changing the objects back to the original objects. Please note that all the other changes adopted to the articles in the 2024 AGM remain.

The new articles will therefore retain the changes made last year and restate the Company's objects, being to:

1. promote learning and advance education in the subject of, and with regard to, Japan;
2. promote the study of Japan and its people in all their aspects, traditional and modern, and to make the results of such study more accessible to the general public; and
3. promote the study of Britain and its culture by Japanese people and to further educational exchanges between Britain and Japan.

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THE JAPAN SOCIETY

PROXY FORM for the ANNUAL GENERAL MEETING 2025

I/We, being a member of The Japan Society, hereby appoint the Chair of the meeting (see note 3) /as my/our proxy to vote for me/us at the Annual General Meeting of The Japan Society to be held on Wednesday 23 July 2025 and at every adjournment thereof.

Name (please print)

Category of membership Individual Family Corporate

Name of corporate member (if applicable)

Signature

Dated 2025

Instructions to Proxy

Please indicate with an "X" in the boxes below and overleaf how you wish the proxy to vote. The Proxy will vote or withhold their vote, at his or her discretion, on (a) any resolution listed below if no instruction is given regarding that resolution and (b) on any other business transacted at the meeting.

Ordinary Resolutions

| | For | Against | Vote withheld |
|--|--------------------------|--------------------------|--------------------------|
| 1. To receive and adopt the audited annual accounts of the Company for the financial year ended 31 December 2024 and the Trustees' Report. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 2. To reappoint Richard Place Dobson as auditors and to authorise the Board to approve their remuneration as thought fit. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 3. To appoint Yasuko Fukuda as Ordinary Trustee with effect from the close of the Annual General Meeting. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 4. To appoint Darren Goff as Ordinary Trustee with effect from the close of the Annual General Meeting. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 5. To appoint Mohan Manuel as Ordinary Trustee with effect from the close of the Annual General Meeting. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |
| 6. To appoint Julie Rogers as Ordinary Trustee with effect from the close of the Annual General Meeting. | <input type="checkbox"/> | <input type="checkbox"/> | <input type="checkbox"/> |

Special Resolution

7. To adopt new Articles of Association in the form produced to the meeting and initialled by the Chair for the purposes of identification in substitution for and to the exclusion of the Company's existing Articles of Association.

For

Against

Vote
withheld

Notes

1. A member of The Japan Society is entitled to appoint a proxy to exercise all or any of his or her rights to attend, speak and vote at a general meeting of The Japan Society.
2. Appointment of a proxy does not preclude you from attending the meeting and voting in person. If you have appointed a proxy and attend the meeting in person, your proxy appointment will automatically be terminated
3. If you wish, you may delete the words "the Chair of the meeting" and insert the name of a proxy of your choice. The proxy must be a member of The Japan Society or, in the case of a member which is a corporation, its authorised representative. Please initial any alteration. A proxy must attend the meeting to represent you.
4. The completed and signed proxy form (and, if relevant, the power of attorney or other authority under which it is signed, or a certified copy of that power or authority) must be received at 13/14 Cornwall Terrace, London NW1 4QP or by email to michael@japansociety.org.uk not less than 48 hours before the meeting or the adjourned meeting.
5. To direct your proxy how to vote on the resolutions mark the appropriate box with an 'X'. If no voting indication is given, your proxy will vote or withhold their vote at his or her discretion. Your proxy will vote (or withhold a vote) as he or she thinks fit in relation to any other matter which is put before the meeting.
6. The vote withheld option is provided to enable you to instruct the proxy not to vote on any particular resolution. However, it should be noted that a vote withheld in this way is not a "vote" by law and will not be counted in the calculation of the proportion of votes "For" and "Against" a resolution.
7. Any power of attorney or any other authority under which this proxy form is signed (or a duly certified copy of such power of authority) must be included with the proxy form.
8. If you submit more than one valid proxy appointment, the appointment received last before the latest time for the receipt of proxies will take precedence.

Please return this form to the following address:

The Japan Society, 13/14 Cornwall Terrace, London, NW1 4QP

Or by email to michael@japansociety.org.uk