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Document to be filed:	Extraordinary Report
Filing to:	Director-General of the Kanto Local Finance Bureau
Date of filing:	July 1, 2022
Company name (Japanese):	シチズン時計株式会社 (<i>Citizen Tokei Kabushiki Kaisha</i>)
Company name (English):	Citizen Watch Co., Ltd.
Title and name of representative:	Toshihiko Sato, President and CEO
Location of head office:	6-1-12 Tanashi-cho, Nishitokyo, Tokyo, Japan
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Telephone number:	+81-42-466-1231 (Main)
Contact person:	Toshiyuki Furukawa, Managing Director and In charge of Public and Investor Relations Department
Place where the document to be filed is available for public inspection:	Tokyo Stock Exchange, Inc. (2-1 Nihombashi Kabutocho, Chuo-ku, Tokyo, Japan)

1. Reason for filing

At the 137th Ordinary General Meeting of Shareholders of Citizen Watch Co., Ltd. (the “Company”) held on June 28, 2022, resolutions of items for resolution were made, therefore, this Extraordinary Report is filed pursuant to the provisions of Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act and Article 19, Paragraph 2, Item 9-2 of the Cabinet Office Ordinance on Disclosure of Corporate Information, etc.

2. Content of report

(1) Date of the General Meeting of Shareholders

June 28, 2022

(2) Detail of the items for resolution

(Company Proposal)

Item 1: Appropriation of Surplus

Year-end dividend will be 9.00 yen per common share of the Company.

Item 2: Partial Amendments to the Articles of Incorporation

Accompanying the enforcement of the revised provisions provided for in the proviso to Article 1 of the Supplementary Provisions of the Act Partially Amending the Companies Act (Act No. 70 of 2019) on September 1, 2022, since the provision for Internet Disclosure and Deemed Provision of Reference Materials for the General Meeting of Shareholders, Etc. (Article 15 of the current Articles of Incorporation) will no longer be required, it will be deleted. A provision stipulating that the Company shall take measures for providing information that constitutes the content of reference materials for the general meeting of shareholders, etc. in electronic format and a provision to limit the scope of the items to be stated in the paper-based documents to be delivered to shareholders who requested the delivery of paper-based documents will also be established. In addition, accompanying the aforementioned new establishment and deletion, supplementary provisions regarding the effective date, etc. will be established.

Item 3: Election of Nine (9) Directors

Toshihiko Sato, Toshiyuki Furukawa, Yoshitaka Oji, Keiichi Nakajima, Shinji Shirai, Yoshiaki Miyamoto, Toshiko Kuboki, Yoshio Osawa and Katsuhiko Yoshida will be elected as Directors.

Item 4: Election of Two (2) Audit & Supervisory Board Members

Noboru Akatsuka and Kazunori Yanagi will be elected as Audit & Supervisory Board Member.

(Shareholder Proposal)

Item 5: Partial Amendments to the Articles of Incorporation

Director remuneration is, in principle, not disclosed individually.

Item 6: Partial Amendments to the Articles of Incorporation

Hold a fair and clear general meeting of shareholders.

Item 7: Partial Amendments to the Articles of Incorporation

The Board of Directors, should in principle, abolish concurrently held position of Chief Executive Officer and Chairperson of the Board of Directors and appoint an Outside Director as Chairperson.

Item 8: Dismissal of a Director

Require Mr. Toshihiko Sato to be dismissed as Director.

Item 9: Dismissal of a Director

Require Mr. Yoshiaki Miyamoto to be dismissed as Director.

- (3) Number of voting rights that were exercised as the manifestation of the intention of approval, disapproval or abstention for the items for resolution; requirements for adoption thereof; and resolution results thereof

Item for Resolution	Approved	Disapproved	Abstained	Requirement for Adoption	Resolution Result (Approval Rate)
(Company Proposal) (Item 1 to Item 4)					
Item 1	2,476,553	3,935	209	(Note 1)	Adopted (99.75%)
Item 2	2,477,903	2,739	209	(Note 2)	Adopted (99.80%)
Item 3				(Note 3)	
Toshihiko Sato	2,407,192	25,888	47,360		Adopted (96.97%)
Toshiyuki Furukawa	2,463,954	16,278	209		Adopted (99.26%)
Yoshitaka Oji	2,464,720	15,512	209		Adopted (99.29%)
Keiichi Nakajima	2,464,359	15,873	209		Adopted (99.27%)
Shinji Shirai	2,464,367	15,865	209		Adopted (99.27%)
Yoshiaki Miyamoto	2,461,874	18,358	209		Adopted (99.17%)
Toshiko Kuboki	2,465,195	15,037	209		Adopted (99.31%)
Yoshio Osawa	2,464,309	15,923	209		Adopted (99.27%)
Katsuhiko Yoshida	2,468,518	11,715	209		Adopted (99.44%)
Item 4				(Note 3)	
Noboru Akatsuka	2,028,160	443,156	9,326		Adopted (81.70%)
Kazunori Yanagi	2,403,371	67,948	9,326		Adopted (96.81%)

Item for Resolution	Approved	Disapproved	Abstained	Requirement for Adoption	Resolution Result (Approval Rate)
(Shareholder Proposal) (Item 5 to Item 9)					
Item 5	963,148	1,517,295	209	(Note 2)	Rejected (38.80%)
Item 6	121,755	2,358,611	209	(Note 2)	Rejected (4.90%)
Item 7	887,757	1,592,610	209	(Note 2)	Rejected (35.76%)
Item 8				(Note 1)	
Toshihiko Sato	62,629	2,417,675	211		Rejected (2.52%)
Item 9				(Note 1)	
Yoshiaki Miyamoto	62,458	2,417,833	209		Rejected (2.52%)

Notes:

1. The requirement for adoption is a majority of the affirmative voting rights of the shareholders present at the meeting who are entitled to exercise their voting rights.
2. The requirement for adoption is a majority of the affirmative voting rights of the shareholders present at the meeting where the shareholders holding two thirds or more of the voting rights of shareholders who are entitled to exercise their voting rights are present.
3. The requirement for adoption is a majority of the affirmative voting rights of the shareholders present at the meeting where the shareholders holding one third or more of the voting rights of shareholders who are entitled to exercise their voting rights are present.

- (4) Reason why a portion of the number of voting rights of the shareholders present at the meeting were not included in the number of voting rights

By regarding the number of voting rights exercised prior to the meeting and the number of voting rights of some of the shareholders present at the meeting whose intention of approval or disapproval of each item was confirmed as the total number of voting rights, the requirements for adoption were satisfied and resolutions have been legally adopted pursuant to the Companies Act. Therefore, the number of voting rights of the shareholders present at the meeting whose intention of approval, disapproval or abstention was not confirmed has not been included in the calculation.

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