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Document to be filed:	Extraordinary Report
Filing to:	Director-General of the Kanto Local Finance Bureau
Date of filing:	July 3, 2023
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 138th Ordinary General Meeting of Shareholders of Citizen Watch Co., Ltd. (the “Company”) held on June 28, 2023, 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, 2023

(2) Detail of the items for resolution

<Company Proposal (Item 1 to Item 3)>

Item 1: Appropriation of Surplus

Year-end dividend will be 19.00 yen per common share of the Company.

Item 2: Election of Eight (8) Directors

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

Item 3: Election of One (1) Audit & Supervisory Board Member

Yaeko Ishida will be elected as Audit & Supervisory Board Member.

<Shareholder Proposal (Item 4 to Item 13)>

Item 4: Partial Amendments to the Articles of Incorporation

Delete “travel agency business based on the Travel Agency Act” and “non-life insurance agency business and business related to the solicitation of life insurance” from the Company’s business purposes.

Item 5: Partial Amendments to the Articles of Incorporation

The total number of authorized shares shall be 882,000,000 shares.

Item 6: Partial Amendments to the Articles of Incorporation

The Company owns a consolidated subsidiary named Citizen Tokyo Co., Ltd. which is engaged in the sale of luxury watch, jewelry, precious metals and their accessories.

Item 7: Partial Amendments to the Articles of Incorporation

Director remuneration is disclosed individually.

Item 8: Partial Amendments to the Articles of Incorporation

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

Item 9: Partial Amendments to the Articles of Incorporation

Prohibit the Chief Executive Officer from serving concurrently as a member of the Nominating Committee.

Item 10: Partial Amendments to the Articles of Incorporation

The date of birth, month and year of joining the Company, and major achievements in the last three years shall be stated in the column for each Operating Officer in the Reference Materials for the General Meeting of Shareholders, and the information shall be disclosed.

Item 11: Election of a Director

Require Mr. Katsutoshi Mukaijima to be elected as Director.

Item 12: Dismissal of a Director

Require Ms. Toshiko Kuboki to be dismissed as Director.

Item 13: Dismissal of an Audit & Supervisory Board Member

Require Mr. Noboru Akatsuka to be dismissed as Audit & Supervisory Board Member.

- (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

<Company Proposal (Item 1 to Item 3)>					
Item for Resolution	Approved	Disapproved	Abstained	Requirement for Adoption	Resolution Result (Approval Rate)
Item 1	2,150,105	2,536	0	(Note 1)	Adopted (99.79%)
Item 2				(Note 2)	
Toshihiko Sato	2,060,819	91,603	0		Adopted (95.65%)
Toshiyuki Furukawa	2,117,452	34,975	0		Adopted (98.28%)
Yoshitaka Oji	2,117,882	34,545	0		Adopted (98.30%)
Keiichi Nakajima	2,118,001	34,426	0		Adopted (98.31%)
Yoshiaki Miyamoto	2,117,245	35,182	0		Adopted (98.27%)
Toshiko Kuboki	2,132,065	20,363	0		Adopted (98.96%)
Yoshio Osawa	2,124,118	28,310	0		Adopted (98.59%)
Katsuhiko Yoshida	2,126,512	25,916	0		Adopted (98.70%)
Item 3				(Note 2)	
Yaeko Ishida	2,140,698	11,982	0		Adopted (99.35%)

<Shareholder Proposal (Item 4 to Item 13)>					
Item for Resolution	Approved	Disapproved	Abstained	Requirement for Adoption	Resolution Result (Approval Rate)
Item 4	58,345	2,094,142	0	(Note 3)	Rejected (2.71%)
Item 5	96,173	2,056,401	0	(Note 3)	Rejected (4.46%)
Item 6	44,652	2,107,924	0	(Note 3)	Rejected (2.07%)
Item 7	724,764	1,427,778	0	(Note 3)	Rejected (33.64%)
Item 8	622,531	1,530,119	0	(Note 3)	Rejected (28.89%)
Item 9	95,761	2,056,829	0	(Note 3)	Rejected (4.44%)
Item 10	71,894	2,080,739	0	(Note 3)	Rejected (3.34%)
Item 11 Katsutoshi Mukaijima	54,251	2,088,015	10,373	(Note 2)	Rejected (2.52%)
Item 12 Toshiko Kuboki	59,708	2,080,104	12,826	(Note 1)	Rejected (2.77%)
Item 13 Noboru Akatsuka	333,173	1,819,438	0	(Note 4)	Rejected (15.46%)

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 one third or more of the voting rights of shareholders who are entitled to exercise their voting rights are present.
3. The requirement for adoption is two thirds or more 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. The requirement for adoption is two thirds or more of the affirmative voting rights of the shareholders present at the meeting where the shareholders holding a majority of the voting rights of shareholders who are entitled to exercise their voting rights are present.
5. The candidate Ms. Yaeko Ishida uses the name Yaeko Kitadai in her profession as an attorney-at-law.

- (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 or rejection were satisfied and resolutions have been legally adopted or rejected. 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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