

[Disclaimer: Please note that the following purports to be a translation from the original Japanese version prepared for the convenience of our shareholders with voting rights outside Japan for reference. In the case of any discrepancy between the translation and the Japanese original, the latter shall prevail.]

[Cover]

Document to be filed:	Extraordinary Report
Filing to:	Director-General of the Kanto Local Finance Bureau
Date of filing:	June 30, 2025
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:	Yoshitaka Oji, President and CEO
Location of head office:	6-1-12 Tanashi-cho, Nishitokyo, Tokyo, Japan
Telephone number:	+81-42-466-1231 (Main)
Contact person:	Keiichi Kobayashi, Director in charge of Public & Investor Relations Department
Place of contact:	6-1-12 Tanashi-cho, Nishitokyo, Tokyo, Japan
Telephone number:	+81-42-468-4934 (Main)
Contact person:	Keiichi Kobayashi, Director in charge of Public & 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 140th Ordinary General Meeting of Shareholders of Citizen Watch Co., Ltd. (the “Company”) held on June 25, 2025, 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 25, 2025

- (2) Detail of the items for resolution

<Company Proposal (Item 1 to Item 7)>

- Item 1: Appropriation of Surplus

Year-end dividend will be 22.50 yen per common share of the Company.

- Item 2: Partial Amendments to the Articles of Incorporation

The approved and resolved amendments are as follows:

in order to shift to a company with an Audit & Supervisory Committee, provisions regarding the Audit & Supervisory Committee and Audit & Supervisory Committee Members were established and the provisions regarding the Audit & Supervisory Board Members and the Audit & Supervisory Board were deleted;

by resolution of the Board of Directors, a provision was established to the effect that the Company may delegate all or part of decisions of important business execution (excluding the matters listed in each item of paragraph (5), Article 399-13 of the Companies Act) to the Directors.

- Item 3: Election of Seven (7) Directors (Excluding Those Who Are Audit & Supervisory Committee Members)

Yoshitaka Oji, Toshiyuki Furukawa, Yoshiaki Miyamoto, Keiichi Kobayashi, Toshiko Kuboki, Yoshio Osawa and Katsuhiko Yoshida were elected as Directors (excluding those who are Audit & Supervisory Committee Members).

- Item 4: Election of Three (3) Directors Who Are Audit & Supervisory Committee Members

Kazunori Yanagi, Yaeko Ishida and Noriko Yamanaka were elected as Directors who are Audit & Supervisory Committee Members.

- Item 5: Determination of Amount of Compensation, etc. for Directors (Excluding Those Who Are Audit & Supervisory Committee Members)
- The total amount of compensation, etc. for Directors (excluding those who are Audit & Supervisory Committee Members) will be within 340 million yen per year (including 70 million yen per year for Outside Directors).
- Item 6: Determination of Amount of Compensation, etc. for Directors Who Are Audit & Supervisory Committee Members
- The total amount of compensation, etc. for Directors who are Audit & Supervisory Committee Members will be within 70 million yen per year.
- Item 7: Determination of Amount of Performance-linked Stock Compensation, etc. for Directors (Excluding Those Who Are Audit & Supervisory Committee Members), etc. and Details Thereof
- The maximum amount for a performance-linked stock compensation plan for the Company's Directors and Operating Officers (excluding Directors who are Audit & Supervisory Committee Members, Outside Directors, and non-residents of Japan) will be calculated by multiplying 180 million yen by the number of fiscal years corresponding to the Medium-term Management Plan.

<Shareholder Proposal (Item 8 to Item 14)>

- Item 8: Partial Amendments to the Articles of Incorporation
- As a general rule, Directors' compensation shall be disclosed on a per-director basis.
- Item 9: Partial Amendments to the Articles of Incorporation
- As a general rule, the Board of Directors should appoint an Outside Director as Chairperson.
- Item 10: Dismissal of an Audit & Supervisory Board Member
- Require Mr. Noboru Akatsuka to be dismissed as Audit & Supervisory Board Member.
- Item 11: Partial Amendments to the Articles of Incorporation
- The total number of concurrent positions held by the Company's Outside Directors shall be limited to six (6) for listed companies on the TSE Prime Market, whose general meeting of shareholders is held in June.
- Item 12: Partial Amendments to the Articles of Incorporation
- As a general rule, online attendance at the General Meeting of Shareholders is to be made possible.
- Item 13: Partial Amendments to the Articles of Incorporation
- As a general rule, the Minutes of Board of Directors Meetings are to be disclosed on a voluntary basis when requested by shareholders.
- Item 14: Partial Amendments to the Articles of Incorporation
- Resolutions of the General Meeting of Shareholders shall be adopted only after the voting results up to the day of the meeting have been clearly indicated and understood by the shareholders present at the meeting.

- (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 7)>					
Item for Resolution	Approved	Disapproved	Abstained	Requirement for Adoption	Resolution Result (Approval Rate)
Item 1	1,943,146	2,545	0	(Note 1)	Adopted (99.74%)
Item 2	1,935,653	9,676	336	(Note 2)	Adopted (99.36%)
Item 3				(Note 3)	
Yoshitaka Oji	1,921,385	24,177	0		Adopted (98.63%)
Toshiyuki Furukawa	1,926,587	18,975	0		Adopted (98.90%)
Yoshiaki Miyamoto	1,926,101	19,461	0		Adopted (98.87%)
Keiichi Kobayashi	1,926,284	19,278	0		Adopted (98.88%)
Toshiko Kuboki	1,930,550	15,012	0		Adopted (99.10%)
Yoshio Osawa	1,926,947	18,615	0		Adopted (98.91%)
Katsuhiko Yoshida	1,928,253	17,309	0		Adopted (98.98%)
Item 4				(Note 3)	
Kazunori Yanagi	1,902,251	43,397	0		Adopted (97.64%)
Yaeko Ishida	1,931,909	13,740	0		Adopted (99.17%)
Noriko Yamanaka	1,934,658	10,991	0		Adopted (99.31%)
Item 5	1,919,327	13,837	12,508	(Note 1)	Adopted (98.52%)
Item 6	1,927,588	14,321	3,808	(Note 1)	Adopted (98.94%)
Item 7	1,907,884	37,489	336	(Note 1)	Adopted (97.93%)

<Shareholder Proposal (Item 8 to Item 14)>					
Item for Resolution	Approved	Disapproved	Abstained	Requirement for Adoption	Resolution Result (Approval Rate)
Item 8	560,818	1,384,756	0	(Note 2)	Rejected (28.79%)
Item 9	208,058	1,737,534	0	(Note 2)	Rejected (10.68%)
Item 10				(Note 4)	
Noboru Akatsuka	47,838	1,897,814	0		Rejected (2.46%)
Item 11	49,233	1,896,432	0	(Note 2)	Rejected (2.53%)
Item 12	279,407	1,666,261	0	(Note 2)	Rejected (14.34%)
Item 13	47,746	1,897,921	0	(Note 2)	Rejected (2.45%)
Item 14	41,630	1,903,915	0	(Note 2)	Rejected (2.14%)

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 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.
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. 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.

- (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.

END