

Note: This document has been translated from a part of the Japanese original for reference purposes only. In the event of any discrepancy between this translated document and the Japanese original, the original shall prevail.

(Securities Code: 1926)

June 10, 2025

To our shareholders:

Kazuhiro Akutsu  
President and Representative Director  
**RAITO KOGYO CO., LTD.**  
4-2-35 Kudan-kita, Chiyoda-ku, Tokyo

## Notice of the 78th Annual General Meeting of Shareholders

We hereby announce the 78th Annual General Meeting of Shareholders of RAITO KOGYO CO., LTD. (the “Company”), which will be held as indicated below.

When convening this general meeting of shareholders, the Company takes measures for providing in electronic format the information that constitutes the content of reference documents for the shareholders meeting, etc. (items for which measures for providing information in electronic format are to be taken). This information is posted on each of the following websites, so please access either of those websites to confirm the information.

The Company’s website:

<https://www.raito.co.jp/> (in Japanese)

(From the above website, select “General Meeting of Shareholders,” and then “Investor Relations.”)

Website for posted informational materials for the general meeting of shareholders:

<https://d.sokai.jp/1926/teiji/> (in Japanese)

(The above will be available from May 31, 2025)

TSE website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show> (in Japanese)

(Access the TSE website by using the internet address shown above, enter “RAITO KOGYO” in “Issue name (company name)” or the Company’s securities code “1926” in “Code,” and click “Search.” Then, click “Basic information” and select “Documents for public inspection/PR information.” Under “Filed information available for public inspection,” click “Click here for access” under “[Notice of General Shareholders Meeting /Informational Materials for a General Shareholders Meeting].”)

If you cannot attend on the day, you may exercise your voting rights by one of the following methods. Please review the attached Reference Documents for General Meeting of Shareholders before you cast your vote.

### [Voting in Writing (by Mail)]

Indicate your approval or disapproval of each proposal in the voting form sent out with this Notice of Annual General Meeting of Shareholders and then return the form to the Company by postal mail so that it arrives by 5:15 p.m. on Wednesday, June 25, 2025 (JST).

### [Voting via the Internet, etc.]

When voting via the Internet, etc., kindly read the “Instructions for online voting” (in Japanese only).

Scan the QR code at the lower right of the voting form and use “Smart Exercise,” or visit our voting website (<https://www.web54.net>) and log in with the “voting right exercise code” and “password” provided in the voting form sent out with this Notice of Annual General Meeting of Shareholders. Then, by following the instructions displayed on the screen, cast your vote by 5:15 p.m. on Wednesday, June 25, 2025 (JST).

**1. Date and Time:** Thursday, June 26, 2025, at 10:00 a.m. (JST) (Reception starts at 9:00 a.m.)

**2. Venue:** Fuji Hall (West), Third floor, Arcadia Ichigaya (Shigaku Kaikan),  
4-2-25 Kudan-kita, Chiyoda-ku, Tokyo

**3. Purpose of the Meeting**

**Matters to be reported:**

1. The Business Report and the Consolidated Financial Statements for the 78th fiscal year (from April 1, 2024 to March 31, 2025), and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit & Supervisory Board
2. The Non-consolidated Financial Statements for the 78th fiscal year (from April 1, 2024 to March 31, 2025)

**Matters to be resolved:**

- |                       |  |
|-----------------------|--|
| <b>Proposal No. 1</b> | Appropriation of Surplus                         |
| <b>Proposal No. 2</b> | Election of 15 Directors                         |
| <b>Proposal No. 3</b> | Election of One Audit & Supervisory Board Member |

- If you attend the meeting in person, please submit the voting form sent out with this Notice of Annual General Meeting of Shareholders at the reception desk.
- If you cast your vote in writing (by mail) as well as via the Internet, etc., the vote cast via the Internet, etc. shall be considered valid. If you cast your vote more than once via the Internet, etc., the latest vote shall be considered valid.
- If there are any changes to the items subject to measures for electronic provision, a notice of the changes and the details of the items before and after the changes will be posted on the Company's website, the website for posted informational materials for the general meeting of shareholders, and the TSE website.
- For this general meeting of shareholders, we have delivered paper-based documents stating the items subject to measures for electronic provision to all shareholders, regardless of whether or not they have requested them.  
In compliance with laws and regulations, and Article 14 of the Company's Articles of Incorporation, the following items are posted on the Company's website (<https://www.raito.co.jp>) and are therefore not included in the documents accompanying this Notice of Annual General Meeting of Shareholders. The Consolidated Financial Statements and Non-consolidated Financial Statements provided in these paper-based documents constitute a part of the documents that were audited by the Financial Auditor and Audit & Supervisory Board Members in preparing the audit reports.
  - Notes to Consolidated Financial Statements
  - Notes to Non-consolidated Financial Statements

## Reference Documents for General Meeting of Shareholders

### Proposals and Reference Information

#### Proposal No. 1 Appropriation of Surplus

The Company proposes the appropriation of surplus as follows:

##### Year-end dividends

Considering the business performance and business environment in view of maintaining stable dividends, the Company proposes to pay the year-end dividends for the 78th fiscal year as follows:

- (i) Type of dividend property  
To be paid in cash.
- (ii) Allotment of dividend property and their amount  
The Company proposes to pay a dividend of ¥70 per common share of the Company.  
In this event, the total dividends will be ¥3,126,882,150.  
The Company has paid ¥30 per share as an interim dividend, and the annual dividend for the fiscal year will be ¥100 per share.
- (iii) Effective date of dividends of surplus  
The effective date of dividends will be Friday, June 27, 2025.

**Proposal No. 2** Election of 15 Directors

The terms of office of the 15 Directors will expire at the conclusion of this meeting. Therefore, we request the election of 15 Directors.

The candidates for Director are as follows:

Candidate No.	Name		Current position in the Company
1	Reelection	Kazuhiro Akutsu	President and Representative Director
2	Reelection	Kohei Kawamura	Senior Managing Director and General Manager of Safety, Health, Environment Division
3	Reelection	Makoto Nishi	Senior Managing Director and General Manager of Management Planning Division
4	Reelection	Akinobu Yamamoto	Senior Managing Director and General Manager of Construction Business Division
5	Reelection	Yusuke Murai	Managing Director and General Manager of Kanto Branch Office
6	Reelection	Osamu Kawamoto	Managing Director and General Manager of Sales Engineering Division
7	Reelection	Tatsuya Kaneto	Managing Director and General Manager of Construction Engineering Division
8	Reelection	Satoyuki Yamane	Director and General Manager of Overseas Business Division
9	Reelection	Yoshinobu Wahira	Director and General Manager of Nishinohon Branch Office
10	New election	Tsuneo Takahashi	Managing Executive Officer and Deputy General Manager of Business Administration Division
11	Reelection	Makoto Shirai	Outside Independent Outside Director
12	Reelection	Hiroko Shimizu	Outside Independent Outside Director
13	Reelection	Takeshi Nagata	Outside Independent Outside Director
14	Reelection	Hiromi Asano	Outside Independent Outside Director
15	New election	Motoi Sasaki	Outside Independent —

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
1	Kazuhiro Akutsu (December 18, 1960)  Reelection  Tenure (At the conclusion of this General Meeting of Shareholders) 10 years  Attendance at the Board of Directors meetings 12/12 (100%)	Apr. 1983	Joined the Company	11,600 shares
		Apr. 2010	General Manager of Higashinihon Branch Office	
		July 2010	Executive Officer and General Manager of Higashinihon Branch Office	
		Apr. 2013	Managing Executive Officer and General Manager of Kanto Branch Office	
		June 2015	Director and General Manager of Kanto Branch Office	
		June 2016	Managing Director and General Manager of Kanto Branch Office	
		Apr. 2018	Managing Director and General Manager of Sales Engineering Division	
		Apr. 2019	Managing Director and General Manager of Construction Engineering Division	
		June 2019	Senior Managing Director and General Manager of Construction Engineering Division	
		June 2020	President and Representative Director (current position)	
Reasons for nomination as a candidate for Director: Kazuhiro Akutsu has contributed to the enhancement of corporate value of the Company through his effective leadership and management skills after assuming his role as the Present and Representative Director of the Company. In addition, with a consistent stance to engage directly with customers and staff, and emphasize dialogue with a wide range of people, he has built relationships of trust and promoted initiatives in response to rapid changes in the environment. His experience and qualities being suitable for the person who is responsible for the Company's sustainable growth are essential for the management of the Company's Group. Therefore, the Company proposes his reelection.				
2	Kohei Kawamura (April 28, 1960)  Reelection  Tenure (At the conclusion of this General Meeting of Shareholders) 8 years  Attendance at the Board of Directors meetings 12/12 (100%)	Apr. 1983	Joined the Company	6,800 shares
		Apr. 2009	Deputy General Manager of Higashinihon Branch Office	
		Apr. 2010	Deputy General Manager of Overseas Business Division	
		Apr. 2011	Deputy General Manager of Tohoku General Branch Office	
		Apr. 2013	Executive Officer and General Manager of Tohoku General Branch Office	
		Apr. 2016	Managing Executive Officer and General Manager of Tohoku General Branch Office	
		June 2017	Director and General Manager of Tohoku General Branch Office	
		June 2019	Managing Director and General Manager of Sales Engineering Division	
		June 2020	Senior Managing Director and General Manager of Sales Engineering Division	
		Apr. 2023	Senior Managing Director and General Manager of Safety, Health, Environment Division (current position)	
Reasons for nomination as a candidate for Director: Kohei Kawamura has experience cultivated in branch offices and overseas business, and the customers' trust he has established and his track record have contributed to improving corporate value. Since assuming the position of General Manager of the Safety, Health, Environment Division, he has created many opportunities to receive feedback from the field and has focused on achieving zero accidents, such as by conducting safety training through dialogue. In addition, he has utilized safety training tools (VR) in multiple languages in response to the increasing diversity among construction workers, and strives to raise safety awareness. The Company proposes his reelection because he is skilled in constructing policies related to safety for the future and the customers' trust he has established and his track record have contributed to improving corporate value.				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
3	Makoto Nishi (October 4, 1960)	Apr. 1987	Joined the Company	11,300 shares
	Reelection	Oct. 2005	General Manager of Sales Planning Department, Sales Division	
		Apr. 2008	Deputy General Manager of Sales Division	
		Apr. 2009	Executive Officer in-charge of Human Resources and General Affairs	
	Tenure (At the conclusion of this General Meeting of Shareholders) 14 years	Apr. 2011	Executive Officer and General Manager of Management Planning Division	
		June 2011	Director and General Manager of Management Planning Division	
		June 2016	Managing Director and General Manager of Management Planning Division	
	Attendance at the Board of Directors meetings 12/12 (100%)	June 2021	Senior Managing Director and General Manager of Management Planning Division (current position)	
		Reasons for nomination as a candidate for Director: Makoto Nishi has been committed to formulating business plans and enhancing IR activities, based on his broad range of knowledge and practical experience in management planning. In addition, in terms of human resources, he has achieved work style reforms, reviewed recruiting measures by strengthening collaboration with external partners in order to secure and retain talented human resources, and focused on activities to reduce employee turnover and achieving results. The Company proposes his reelection because he has appropriately played a role as a Director in decision-making on important business matters of the Company and supervising business execution.		
4	Akinobu Yamamoto (September 23, 1960)	May 2006	Deputy General Manager of Construction Headquarters, NIPPO KOGYO CO., LTD.	5,200 shares
	Reelection	Oct. 2009	Joined the Company	
		Apr. 2010	General Manager of Sales, Building Construction Business Department, Construction Business Division	
		June 2013	Deputy General Manager of Building Construction Business Division	
	Tenure (At the conclusion of this General Meeting of Shareholders) 7 years	Apr. 2015	Executive Officer and General Manager of Construction Business Division	
		Apr. 2016	Managing Executive Officer and General Manager of Construction Business Division	
		June 2018	Director and General Manager of Construction Business Division	
	Attendance at the Board of Directors meetings 12/12 (100%)	June 2020	Managing Director and General Manager of Construction Business Division	
		June 2023	Senior Managing Director and General Manager of Construction Business Division (current position)	
Reasons for nomination as a candidate for Director: Akinobu Yamamoto has built trusting relationships with our customers and contributed to improving corporate value by providing high-quality products based on his high level of knowledge and extensive experience in the construction sector. Amid the still challenging environment surrounding the construction business, he has increased engagement with customers and has earned the solid trust. The Company proposes his reelection because his knowledge about the construction industry and excellent management skills will be beneficial to the sustainable growth of the Company.				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
5	Yusuke Murai (August 3, 1963)	Apr. 1986	Joined the Company	14,600 shares
	Reelection  Tenure (At the conclusion of this General Meeting of Shareholders) 9 years  Attendance at the Board of Directors meetings 12/12 (100%)	Apr. 2005	General Manager of Urban Civil Engineering Department, Osaka Branch	
		Apr. 2009	General Manager of Construction Engineering Department, Nishinihon Branch Office	
		Apr. 2010	General Manager of Construction Engineering Department, Kanto Branch Office	
		Apr. 2011	Executive Officer and General Manager of Chubu General Branch Office	
		Apr. 2013	Executive Officer and General Manager of Nishinihon Branch Office	
		Apr. 2014	Managing Executive Officer and General Manager of Nishinihon Branch Office	
		June 2016	Director and General Manager of Nishinihon Branch Office	
		Apr. 2018	Director and General Manager of Kanto Branch Office	
		June 2019	Managing Director and General Manager of Kanto Branch Office (current position)	
Reasons for nomination as a candidate for Director: Yusuke Murai has contributed to improving corporate value on the basis of the high level of customer satisfaction and trust that he built in the Construction Engineering Department. As General Manager of the Kanto Branch Office, he has built a system in which people can play an active role by striving to actively appoint women and promoting environmental improvement in the workplace, and at the same time, he has worked to improve business results by implementing and developing work style reforms that improve operations within the branch office. The Company proposes his reelection because his track record and strong business management skills have fulfilled his responsibilities as a director and he will contribute to the sustainable growth of the Company.				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company’s shares owned
6	Osamu Kawamoto (April 5, 1965)  Reelection  Tenure (At the conclusion of this General Meeting of Shareholders) 5 years  Attendance at the Board of Directors meetings 12/12 (100%)	Apr. 1986	Joined the Company	4,900 shares
		Apr. 2004	General Manager of Yamaguchi Sales Office, Chugoku Branch	
		Apr. 2011	General Manager of Sales Engineering Department, Chugoku Branch, Nishinihon Branch Office	
		Apr. 2014	Deputy General Manager of Nishinihon Branch Office, and General Manager of Chugoku Branch	
		Apr. 2015	Deputy General Manager of Sales Engineering Division	
		Apr. 2016	Executive Officer and General Manager of Kyushu General Branch Office	
		Apr. 2018	Managing Executive Officer and General Manager of Kyushu General Branch Office	
		Apr. 2020	Managing Executive Officer and Deputy General Manager of Construction Engineering Division	
		June 2020	Director and General Manager of Construction Engineering Division	
		Apr. 2023	Director and General Manager of Sales Engineering Division	
		June 2023	Managing Director and General Manager of Sales Engineering Division (current position)	
Reasons for nomination as a candidate for Director: Since assuming the position of General Manager of the Sales Engineering Division, Osamu Kawamoto has achieved customer satisfaction and built a relationship of trust based on the knowledge gained from a wide range of business experience in construction and sales departments, and has contributed to enhancement of corporate value. In addition, he determines policies that always consider the future of the construction industry and are in line with the times, and uses his outstanding leadership to construct organizations and systems. The Company proposes his reelection because his excellent management skills will be beneficial to the sustainable growth of the Company.				



Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
7	Tatsuya Kaneto (June 16, 1961)  Reelection  Tenure (At the conclusion of this General Meeting of Shareholders) 4 years  Attendance at the Board of Directors meetings 12/12 (100%)	July 1997	Joined the Company	17,900 shares
		Apr. 2007	General Manager of Kobe Sales Office, Osaka Branch	
		Apr. 2011	General Manager of Construction Engineering Department, Chubu General Branch Office	
		Apr. 2012	Deputy General Manager of Chubu General Branch Office	
		Apr. 2013	Executive Officer and General Manager of Chubu General Branch Office	
		Apr. 2016	Managing Executive Officer and General Manager of Chubu General Branch Office	
		June 2021	Director and General Manager of Chubu General Branch Office	
		Apr. 2023	Director and General Manager of Construction Engineering Division	
		June 2023	Managing Director and General Manager of Construction Engineering Division (current position)	
		Reasons for nomination as a candidate for Director: Since joining the Company, Tatsuya Kaneto has built a high level of relationship of trust with customers in the Construction and Sales Departments, contributing to the improvement of business performance. Since assuming the position of General Manager of the Construction Engineering Division, he has reviewed organizations while creating new construction systems and focused on improving efficiency and productivity. In addition, he has a track record of actively providing instruction from a leadership position on technological innovation, such as the development of machinery through the introduction of ICT. The Company proposes his reelection, because his excellent management skills will contribute to sustainable growth of the Company.		
8	Satoyuki Yamane (May 1, 1967)  Reelection  Tenure (At the conclusion of this General Meeting of Shareholders) 3 years  Attendance at the Board of Directors meetings 12/12 (100%)	Apr. 1991	Joined the Company	3,700 shares
		Apr. 2009	General Manager, Business Administration Department	
		Apr. 2011	General Manager, Management Planning Department, Management Planning Division	
		Apr. 2013	General Manager of Sales Planning Department, Sales Engineering Division	
		Apr. 2016	Executive Officer and General Manager of Overseas Business Division	
		Apr. 2020	Managing Executive Officer and General Manager of Overseas Business Division	
		June 2022	Director and General Manager of Overseas Business Division (current position)	
		Reasons for nomination as a candidate for Director: Satoyuki Yamane has been involved in a broad range of businesses, including business development, management planning, and sales planning, and has established an excellent track record in each of these departments since joining the Company. Since assuming the position of Director, he has exhibited a high level of leadership in his current position as General Manager of the Overseas Business Division, winning customer satisfaction and trust, and has significantly improved the business results of our subsidiary in the United States. The Company proposes his reelection because his excellent management skills will be beneficial in improving future corporate value.		

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned	
9	Yoshinobu Wahira (June 15, 1965)	Apr. 1989	Joined the Company	8,400 shares	
	Reelection	Apr. 2011	General Manager of Sales Engineering Department, Nishinihon Branch Office		
		Apr. 2012	Deputy General Manager of Nishinihon Branch Office		
	Tenure (At the conclusion of this General Meeting of Shareholders) 2 years	Apr. 2016	Executive Officer and Deputy General Manager of Nishinihon Branch Office		
		Apr. 2018	Executive Officer and General Manager of Nishinihon Branch Office		
	Attendance at the Board of Directors meetings 12/12 (100%)	Apr. 2021	Managing Executive Officer and General Manager of Nishinihon Branch Office		
		Apr. 2023	Director and General Manager of Nishinihon Branch Office (current position)		
	Reasons for nomination as a candidate for Director: Yoshinobu Wahira has broad-ranging work experience in each department of construction and sales, and his track record in each department has been highly evaluated since joining the Company. Since his appointment as General Manager of Nishinihon Branch Office, he has demonstrated his high level of branch management ability to build customer satisfaction and relationship of trust and to contribute to the improvement of business. In addition, since assuming the position of Director, he has promoted increasing opportunities for active participation by women and the Company's initiatives for promoting active participation of women in construction management have been highly praised. The Company proposes his reelection, because his track record and excellent management skills will contribute to sustainable growth of the Company.				
10	Tsuneo Takahashi (November 29, 1966)	Apr. 1989	Joined The Taiyo Kobe Bank, Limited	3,000 shares	
	New election	Apr. 2013	General Manager of Learning and Development Institute, Human Resources Division of Sumitomo Mitsui Banking Corporation		
		Apr. 2016	Manager of Tohoku Corporate Business Office of Sumitomo Mitsui Banking Corporation		
	Tenure (At the conclusion of this General Meeting of Shareholders) - years	Apr. 2018	Manager of First Tokyo-chuo Corporate Business Office of Sumitomo Mitsui Banking Corporation		
		Apr. 2021	Executive Director and General Manager of Small and Medium Enterprises Banking Division of Sumitomo Mitsui Banking Corporation		
	Attendance at the Board of Directors meetings -/- (-%)	May 2024	Managing Executive Officer and Deputy General Manager of Business Administration Division of the Company (current position)		
		Reasons for nomination as a candidate for Director: Tsuneo Takahashi has a wide range of knowledge at Sumitomo Mitsui Banking Corporation, including in the business administration and human resources divisions. Since joining the Company, as Managing Executive Officer, he has been deeply involved with formulating measures aimed at realizing management with an awareness of capital costs and stock prices. The Company nominated him as a new candidate for Director, because it has determined that he is well qualified to serve as Director, given his track record and knowledge accumulated until now.			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
11	<p>Makoto Shirai (September 22, 1976)</p> <p>Reelection Outside Independent</p> <p>Tenure (At the conclusion of this General Meeting of Shareholders) 9 years</p> <p>Attendance at the Board of Directors meetings 12/12 (100%)</p>	<p>Oct. 2003 Apr. 2008</p> <p>Apr. 2010</p> <p>July 2012 July 2012</p> <p>June 2016</p> <p>July 2018</p> <p>June 2024</p> <p>[Significant concurrent positions outside the Company] Outside Audit &amp; Supervisory Board Member of BIT Point Japan Co., Ltd. Outside Director of Convano Inc.</p>	<p>Registered as an attorney at law</p> <p>Securities and Exchange Inspector of Securities and Exchange Surveillance Division, Kanto Local Finance Bureau, Ministry of Finance Japan</p> <p>Professional Inspector of Inspection Division, the Executive Bureau of Securities and Exchange Surveillance Commission, Financial Services Agency</p> <p>Re-registered as an attorney at law</p> <p>Partner of KOHWA SOHGOH LAW OFFICES (current position)</p> <p>Outside Director of the Company (current position)</p> <p>Outside Audit &amp; Supervisory Board Member of BIT Point Japan Co., Ltd. (current position)</p> <p>Outside Director of Convano Inc. (current position)</p>	- shares
<p>Reason for nomination as a candidate for outside Director and expected role:</p> <p>Makoto Shirai is the lead independent outside Director, and actively provides useful advice from an objective and neutral standpoint. He has made decisions on important business matters and fully exercised his supervisory function over business execution related to the management of the Company at the meetings of the Board of Directors, Remuneration Committee and Nominating Committee, from a perspective that is independent of the Company's management team, without getting involved in the Company's management. In addition to his experience at the Ministry of Finance and the Financial Services Agency and his legal knowledge of the Companies Act and financial instruments transactions, as the chair of the Remuneration Committee and a member of the Nominating Committee, he actively provides useful advice from an objective and neutral standpoint in determining officer remuneration and selecting officer candidates based on his high level of knowledge as an attorney at law.</p> <p>He has never been involved in the management of a company except as an outside officer. However, the Company proposes his reelection as an outside Director of the Company because he has a sufficient ability to contribute to sustainable growth of the Company and improvement of corporate value based on the above reasons.</p> <p>He satisfies the Independence Criteria stipulated by the Tokyo Stock Exchange.</p>				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
12	<p>Hiroko Shimizu (March 8, 1957)</p> <p>Reelection Outside Independent</p> <p>Tenure (At the conclusion of this General Meeting of Shareholders) 4 years</p> <p>Attendance at the Board of Directors meetings 12/12 (100%)</p>	<p>Apr. 1979      Joined FUJITSU LIMITED</p> <p>Apr. 2002      Representative Director and President of Fujitsu HR Professionals Limited</p> <p>Apr. 2007      Chief General Manager of Service Business Division of FUJITSU LIMITED</p> <p>Aug. 2011      Chief Investigator of National Committee of ISO/IEC JTC1 SC40/WG3</p> <p>Sept. 2013      Senior Managing Executive Officer of HR One Corporation</p> <p>Nov. 2015      Executive Officer of TOKYO SYSTEM RESEARCH CORP.</p> <p>June 2019      Chair of ITES-BPO JIS Drafting Committee</p> <p>June 2021      Outside Director of the Company (current position)</p> <p>June 2022      Outside Director of FUKOKU Co., Ltd. (current position)</p> <p>Sept. 2023      Outside Director (Audit and Supervisory Committee Member) of NIITAKA Co., Ltd. (current position)</p> <p>[Significant concurrent positions outside the Company] Outside Director of FUKOKU Co., Ltd. Outside Director (Audit and Supervisory Committee Member) of NIITAKA Co., Ltd.</p>	- shares
<p>Reason for nomination as a candidate for outside Director and expected role: Hiroko Shimizu is an independent outside Director, has vast knowledge in the field of information technology and considerable experience in the human resources department, and as a member of the Remuneration Committee and the Nominating Committee, she actively provides useful advice from an objective and neutral standpoint in determining officer remuneration, etc. and selecting officer candidates from a perspective that is independent of the Company's management team.</p> <p>Due to the reasons above, the Company proposes her reelection as an outside Director of the Company because she has a sufficient ability to contribute to sustainable growth of the Company and improvement of corporate value.</p> <p>She satisfies the Independence Criteria stipulated by the Tokyo Stock Exchange.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
13	<p>Takeshi Nagata (December 16, 1958)</p> <p>Reelection Outside Independent</p> <p>Tenure (At the conclusion of this General Meeting of Shareholders) 4 years</p> <p>Attendance at the Board of Directors meetings 12/12 (100%)</p>	<p>Apr. 1977</p> <p>July 2009</p> <p>July 2015</p> <p>July 2017</p> <p>Nov. 2019</p> <p>June 2021</p> <p>Mar. 2024</p> <p>[Significant concurrent positions outside the Company]</p> <p>Director of the Japan Sake and Shochu Makers Association</p>	<p>Joined Sendai Regional Taxation Bureau</p> <p>District Director of Hongo Tax Office</p> <p>Assistant Regional Commissioner of Kanazawa Regional Taxation Bureau</p> <p>Regional Commissioner of Takamatsu Regional Taxation Bureau</p> <p>Registered as a tax accountant</p> <p>Established Takeshi Nagata Tax Accountant Office</p> <p>Outside Director of the Company (current position)</p> <p>Director of the Japan Sake and Shochu Makers Association (current position)</p>	- shares
	<p>Reason for nomination as a candidate for outside Director and expected role:</p> <p>Takeshi Nagata is an independent outside Director, and has vast experience and a high level of knowledge gained through extensive contact with industry in general through tax administration. After taking office as a member of the Nominating Committee and the Remuneration Committee, he actively provides useful advice from an objective and neutral standpoint in determining officer remuneration, etc. and selecting officer candidates from a perspective that is independent of the Company's management team. He has never been involved in the management of a company except as an outside officer. However, the Company judges he will appropriately fulfill his duties as outside Director based on the above reasons.</p> <p>Therefore, the Company proposes his reelection as an outside Director of the Company because he has a sufficient ability to contribute to sustainable growth of the Company and improvement of corporate value.</p> <p>He satisfies the Independence Criteria stipulated by the Tokyo Stock Exchange.</p>			

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company		Number of the Company's shares owned
14	<p>Hiromi Asano (January 20, 1961)</p> <p>Reelection Outside Independent</p> <p>Tenure (At the conclusion of this General Meeting of Shareholders) 4 years</p> <p>Attendance at the Board of Directors meetings 12/12 (100%)</p>	<p>Apr. 1983      Joined Ministry of Labour</p> <p>Apr. 2000      Assistant Regional Commissioner of Gunma Labor Bureau, and General Manager of Public Employment Security Office, Ministry of Health, Labour and Welfare</p> <p>Apr. 2007      General Manager, Supply and Demand Balancing Department, Tokyo Labor Bureau, Ministry of Health, Labour and Welfare</p> <p>Apr. 2015      Chief Employment Promotion Officer, Public Employment Security Division, Ministry of Health, Labour and Welfare</p> <p>Mar. 2019      Director-General of Tochigi Labour Bureau, Ministry of Health, Labour and Welfare</p> <p>Mar. 2021      Retired from Ministry of Health, Labour and Welfare</p> <p>Apr. 2021      Professor of Graduate School of Business Creation Faculty of Graduate Institute for Entrepreneurial Studies (current position)</p> <p>June 2021      Outside Director of the Company (current position)</p> <p>[Significant concurrent positions outside the Company] Professor of Graduate School of Business Creation Faculty of Graduate Institute for Entrepreneurial Studies</p>		- shares
<p>Reason for nomination as a candidate for outside Director and expected role:</p> <p>Hiromi Asano is an independent outside Director, and has extensive management experience in human resource development and employment management, etc., as well as expertise in these areas. After taking office as a member of the Remuneration Committee and the Nominating Committee, she actively provides useful advice from an objective and neutral standpoint in determining officer remuneration, etc. and selecting officer candidates from a perspective that is independent of the Company's management team.</p> <p>She has never been involved in the management of a company except as an outside officer. However, the Company judges she will appropriately fulfill her duties as outside Director based on the above reasons.</p> <p>Therefore, the Company proposes her reelection as an outside Director of the Company because she has a sufficient ability to contribute to sustainable growth of the Company and improvement of corporate value.</p> <p>She satisfies the Independence Criteria stipulated by the Tokyo Stock Exchange.</p>				

Candidate No.	Name (Date of birth)	Career summary, position and responsibility in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
15	Motoi Sasaki (September 15, 1955)  New election Outside Independent  Tenure (At the conclusion of this General Meeting of Shareholders) - years  Attendance at the Board of Directors meetings -/- (-%)	<p>Apr. 1979      Joined Ministry of Construction</p> <p>Sept. 2011    Deputy Minister for Construction and Transport Policy, Minister's Secretariat, Ministry of Land, Infrastructure, Transport and Tourism</p> <p>July 2012      Director-General, Land, Construction and Industry Bureau, Ministry of Land, Infrastructure, Transport and Tourism</p> <p>Jan. 2014      Vice-Minister, Ministry of Land, Infrastructure, Transport and Tourism</p> <p>July 2015      Secretary General, Secretariat for Promotion of Regional Revitalization, Cabinet Office</p> <p>July 2017      Retired from Cabinet Office</p> <p>June 2018      Representative Director of The Fund for Construction Industry Promotion</p> <p>July 2022      Representative Director of Research Institute of Construction and Economy (current position)</p> <p>June 2023      Chair of The National Federation of Housing Corporation (current position)</p> <p>[Significant concurrent positions outside the Company] Representative Director of Research Institute of Construction and Economy Chair of The National Federation of Housing Corporation</p>	- shares
<p>Reason for nomination as a candidate for outside Director and expected role: Motoi Sasaki held several key positions, including Vice-Minister at the Ministry of Land, Infrastructure, Transport and Tourism, and Secretary General, Secretariat for Promotion of Regional Revitalization at the Cabinet Office, after joining the Ministry of Construction. Following his retirement from public service, he has served as the head of various organizations, including the Research Institute of Construction and Economy. He has experience and insight gained through his involvement with social capital development and urban policies. In addition, he has expertise and experience particularly in DX, human resource development and environmental issues. The Company nominated him as a candidate for outside Director because it has determined that he can apply the abovementioned expertise and experience to supervise the Company's management from an objective and neutral standpoint.</p> <p>He has never been involved in the management of a company except as an outside officer. However, the Company proposes his election as an outside Director of the Company because it has determined that he will provide highly effective supervision of the Company's management and that his expertise and knowledge will contribute to the Company's sustainable growth and further enhancement of corporate value over the medium to long term based on the above reasons.</p> <p>He satisfies the Independence Criteria stipulated by the Tokyo Stock Exchange.</p>			

- Notes:
- There is no special interest between each of the candidates for Director and the Company.
  - Candidates for Director Makoto Shirai, Hiroko Shimizu, Takeshi Nagata, Hiromi Asano and Motoi Sasaki are candidates for outside Director.
  - The Company has entered into a liability insurance policy with an insurance company for directors and corporate auditors, as stipulated in Article 430-3, paragraph (1) of the Companies Act. The policy will cover losses incurred by an insured in cases where they are sued with a claim for damages by shareholders, third parties, etc., such as compensation for damages and litigation expenses.  
If each candidate assumes the office as a Director, they will be included as an insured in this policy.  
Insurance premiums for this policy are borne in full by the Company, and the insureds do not bear any of the premiums.  
In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.
  - Limited liability agreements with outside Directors  
The Articles of Incorporation stipulate that the Company can enter into an agreement with outside Director to limit his/her liability for damages to a certain extent, and the Company has entered into this agreement with Makoto Shirai, Hiroko Shimizu, Takeshi Nagata, and Hiromi Asano. If Motoi Sasaki is elected, the Company plans to enter into this agreement with him. If Makoto Shirai, Hiroko Shimizu, Takeshi Nagata, and Hiromi Asano are reelected, the Company plans to renew this agreement with them (Summary of details of limited liability agreement is as described in Business Report, in Japanese only).
  - Candidates for outside Director Makoto Shirai, Hiroko Shimizu, Takeshi Nagata, Hiromi Asano, and Motoi Sasaki satisfy the requirements for an independent officer as provided for by Tokyo Stock Exchange, and the Company has submitted notification to the aforementioned exchange concerning their designation as independent officers. If Motoi Sasaki is

elected as proposed, the Company plans for his designation as an independent officer. If Makoto Shirai, Hiroko Shimizu, Takeshi Nagata, and Hiromi Asano are elected as proposed, the Company plans for his/her designation as an independent officer to continue.



### Proposal No. 3 Election of One Audit & Supervisory Board Member

The term of office of Audit & Supervisory Board Member Nobuo Iida will expire at the conclusion of this meeting. In that regard, the Company proposes the election of one Audit & Supervisory Board Member. In addition, the consent of the Audit & Supervisory Board has been obtained for this proposal. The candidate for Audit & Supervisory Board Member is as follows:

Name		Current position in the Company
Reelection	Nobuo Iida	Outside Independent
		Outside Audit & Supervisory Board Member

Name (Date of birth)	Career summary, position in the Company, and significant concurrent positions outside the Company	Number of the Company's shares owned
Nobuo Iida (July 14, 1956)	Apr. 1979 Joined The Taiyo Kobe Bank, Limited Apr. 2008 Executive Officer and General Manager of Osaka-kita Corporate Service Department of Sumitomo Mitsui Banking Corporation	- shares
Reelection	Apr. 2010 Retired from Sumitomo Mitsui Banking Corporation	
Outside	June 2010 Representative Director and President of Yoko Building ME Co., Ltd	
Independence	June 2017 Representative Director and President of Yoei Holding Co., Ltd.	
Tenure (At the conclusion of this General Meeting of Shareholders)	June 2017 Representative Director and President of Yoei Co., Ltd.	
4 years	June 2019 Outside Audit & Supervisory Board Member of KOGANEI CORPORATION (current position)	
Attendance at the Board of Directors meetings	June 2020 Director and Chairman of Yoei Co., Ltd.	
11/12 (91%)	June 2021 Outside Director of Toyokosan Co., Ltd. (current position)	
Attendance at the Audit & Supervisory Board meetings	June 2021 Outside Audit & Supervisory Board Member of the Company (current position)	
12/13 (92%)	[Significant concurrent positions outside the Company] Outside Audit & Supervisory Board Member of KOGANEI CORPORATION Outside Director of Toyokosan Co., Ltd.	

Reason for nomination as a candidate for outside Audit & Supervisory Board Member:

Nobuo Iida has abundant experience as a corporate manager, including serving as a representative director and as an outside Audit & Supervisory Board Member of another company. The Company proposes his reelection as an outside Audit & Supervisory Board Member because it has determined that he will fulfill a sufficient role in supervising the duties of Directors and in auditing the legality of the Company's operations from a position with no interests in the Company.

There is no special interest between the candidate and the Company. He satisfies the Independence Criteria stipulated by the Tokyo Stock Exchange.

- Notes:
1. There is no special interest between the candidate and the Company.
  2. Audit & Supervisory Board Member candidate Nobuo Iida is a candidate for outside Audit & Supervisory Board Member.
  3. The Company has entered into a liability insurance policy with an insurance company for directors and corporate auditors, as stipulated in Article 430-3, paragraph (1) of the Companies Act. The policy will cover losses incurred by an insured in cases where they are sued with a claim for damages by shareholders, third parties, etc., such as compensation for damages and litigation expenses.  
If the candidate assumes the office as an Audit & Supervisory Board Member, they will be included as an insured in this policy.  
Insurance premiums for this policy are borne in full by the Company, and the insureds do not bear any of the premiums. In addition, when the policy is renewed, the Company plans to renew the policy with the same terms.
  4. Limited liability agreements with outside Audit & Supervisory Board Members  
The Articles of Incorporation stipulate that the Company can enter into agreements with outside Audit & Supervisory Board Members to limit their liability for damages to a certain extent. If Nobuo Iida is elected, the Company plans to renew this agreement with him (Summary of details of limited liability agreement is as described in Business Report, in Japanese only).
  5. Candidate for outside Audit & Supervisory Board Member Nobuo Iida satisfies the requirements for an independent officer as provided for by Tokyo Stock Exchange, and the Company has submitted notification to the aforementioned exchange concerning his designation as an independent officer. If Nobuo Iida is elected as proposed, the Company plans for his designation as an independent officer to continue.

(Reference) Knowledge, experience and capabilities of Directors and Audit & Supervisory Board Members (skill matrix)

The tables below provide a skill matrix of the Directors and Audit & Supervisory Board Members in the case of Proposal No. 2 and Proposal No. 3 being approved and adopted in their original forms.

Knowledge, experience and capabilities of Directors (skill matrix)

Name	Position and responsibility in the Company	Corporate Management/ Management Strategy	Finance/ Accounting	Sales/ Marketing	Technology/ R&D	IT/DX	Legal affairs/ Compliance/Risk Management	Personnel and labor/ Human resources development	ESG/ Sustainability	Global
Kazuhiro Akutsu	President and Representative Director	◎			◎	○	○		◎	◎
Kohei Kawamura	Senior Managing Director General Manager of Safety, Health, Environment Division	◎		○			○	◎	○	○
Makoto Nishi	Senior Managing Director General Manager of Management Planning Division	◎	○				○	◎	◎	
Akinobu Yamamoto	Senior Managing Director General Manager of Construction Business Division	○		◎			◎		○	
Yusuke Murai	Managing Director General Manager of Kanto Branch Office	○		◎			○			○
Osamu Kawamoto	Managing Director General Manager of Sales Engineering Division	◎		◎	○	○	○			
Tatsuya Kaneto	Managing Director General Manager of Construction Engineering Division	◎		○	◎	◎	○	○		
Satoyuki Yamane	Director General Manager of Overseas Business Division	○	◎	○			○		○	◎
Yoshinobu Wahira	Director General Manager of Nishinohon Branch Office	○		◎		○	○			
Tsuneo Takahashi	Director General Manager of Business Administration Division	○	◎				◎	○		

Name	Position and responsibility in the Company	Corporate Management/ Management Strategy	Finance/ Accounting	Sales/ Marketing	Technology/ R&D	IT/DX	Legal affairs/ Compliance/Risk Management	Personnel and labor/ Human resources development	ESG/ Sustainability	Global
Makoto Shirai	Lead independent outside Director	○	○				◎	○	◎	
Hiroko Shimizu	Independent outside Director	◎	○	○		◎	○	○		
Takeshi Nagata	Independent outside Director		◎				○	○		
Hiromi Asano	Independent outside Director						○	◎	○	
Motoi Sasaki	Independent outside Director					○	◎	◎	○	◎

\* We mark ○ to the fields in which each person has expertise. Among them, ◎ is added to the section that can be evaluated as having high ability in the knowledge and experience that is particularly required.

## Knowledge, experience and capabilities of Audit & Supervisory Board Members (skill matrix)

Name	Position and responsibility in the Company	Corporate Management/Management Strategy	Finance/Accounting	Sales/Marketing	Technology/R&D	IT/DX	Legal affairs/Compliance/Risk Management	Personnel and labor/Human resources development	ESG/Sustainability	Global
Tsutomu Sato	Standing Audit & Supervisory Board Member		◎				◎	○	◎	
Tokiko Maruno	Outside Audit & Supervisory Board Member		○				◎	◎	○	
Nobuo Iida	Outside Audit & Supervisory Board Member	◎	◎	◎			○	○	○	
Yasushi Sasaki	Outside Audit & Supervisory Board Member	○	○	◎			○	◎	○	

\* We mark ○ to the fields in which each person has expertise. Among them, ◎ is added to the section that can be evaluated as having high ability in the knowledge and experience that is particularly required.

## Definition of skills

Corporate Management/Management Strategy	Possess knowledge and experience in corporate management and important corporate decision-making
Finance/Accounting	Possess finance and accounting knowledge necessary for management decision-making and a high level of expertise in financial strategies, etc.
Sales/Marketing	Possess knowledge and experience in sales and marketing
Technology/R&D	Possess experience and insights in R&D to promote R&D of the Company's business
IT/DX	Possess skills to promote the improvement of the business process through the utilization of IT and DX
Legal affairs/Compliance/Risk Management	Possess knowledge and experience in legal affairs, compliance and risk management necessary for business operation
Personnel and labor/Human resources development	Possess experience in organizational development as well as human resources education and development, and skills necessary to promote management of human capital
ESG/Sustainability	Possess extensive knowledge in ESG with a perspective of sustainability management
Global	Possess knowledge and experience in global business