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Securities code: 3153

June 4, 2025

(Date of commencement of electronic provision measures: June 2, 2025)

**To Shareholders with Voting Rights:**

Shigeki Seimiya  
President & Group COO  
Yashima Denki Co., Ltd.  
3-1-1 Shimbashi, Minato-ku,  
Tokyo, Japan

**Convocation Notice for the 81st Annual General Meeting of Shareholders**

We hereby inform you that the 81st Annual General Meeting of Shareholders of Yashima Denki Co., Ltd. (the “Company”) will be held as described below.

In convening this Meeting, the Company has taken measures of electronically providing information contained in the Reference Documents for the General Meeting of Shareholders, etc. and posted the said information on its website on the Internet. The URL of website is referenced below.

The Company’s website:

<https://www.yashimadenki.co.jp/ir/library/meeting.html>

The Company has also posted the above-mentioned information on the website of the Tokyo Stock Exchange (TSE). Please access the TSE’s following website (Listed Company Search), enter “Yashima Denki” in the “Issue name (company name)” field or the Company’s securities code “3153” in the “Code” field to conduct the search, and click “Basic information” and then “Documents for public inspection/PR information” link to see the button information.

TSE’s website (Listed Company Search):

<https://www2.jpx.co.jp/tseHpFront/JJK020010Action.do?Show=Show>

If you intend not to attend the Meeting in person, you can exercise voting rights in writing or via the Internet, etc. Please examine the Reference Documents for the General Meeting of Shareholders and exercise your voting rights no later than 5:30 p.m., Japan time, Tuesday, June 24, 2025.

- 1. Date and Time:** Wednesday, June 25, 2025 at 10:00 a.m., Japan time  
(Reception starts at 9:00 a.m.)
- 2. Venue:** Port Hall, Office Tower 1F, Tokyo Portcity Takeshiba  
1-7-1 Kaigan, Minato-ku, Tokyo  
Please note that no souvenirs will be provided to shareholders attending the Meeting.

**3. Meeting Agenda:**

- Matters to be reported:**
1. Business Report and Consolidated Financial Statements for the Company's 81st Fiscal Year (April 1, 2024–March 31, 2025) and results of audits by the Accounting Auditor and the Audit and Supervisory Committee of the above-mentioned Consolidated Financial Statements
  2. Non-consolidated Financial Statements for the Company's 81st Fiscal Year (April 1, 2024–March 31, 2025)

**Proposals to be resolved:**

- Proposal:** Election of Five (5) Board Directors not Serving as Audit and Supervisory Committee Members

**4. Other Matters Determined in Convening the Meeting**

- (1) If there is no indication of approval or disapproval on the voting rights exercise form returned to us, it will be treated as an indication of approval.
- (2) If you exercise your voting rights both by sending your voting rights exercise form and via the Internet, etc., only the vote cast via the Internet, etc. will be valid.
- (3) If you exercise your voting rights multiple times via the Internet, etc., only the last vote cast will be valid.

- The paper copy sent to shareholders who have requested the delivery of such copy does not include the following items pursuant to laws and regulations and provisions of the Company's Articles of Incorporation:

- (i) Business Report
  - Out of the "Matters Regarding the Current Status of the Corporate Group":  
Principal business, major offices, the status of employees, principal lenders, and other important matters regarding the current status of the corporate group
  - "Matters Regarding the Company's Stock"
  - "Matters Regarding Share Acquisition Rights Pertaining to the Company's Stock"
  - Out of the "Matters Regarding the Company's Board Directors and Officers":  
Outline of the content of liability limitation agreements, matters regarding outside Board Directors and officers, and other important matters regarding outside Board Directors and officers
  - "Matters Regarding the Company's Board Directors and Officers Liability Insurance Agreements"
  - "Status of the Accounting Auditor"
  - "The Company's Systems and Policies"
- (ii) Consolidated Financial Statements
  - "Consolidated Balance Sheet"
  - "Consolidated Statement of Income"
  - "Statement of Changes in Equity"
  - "Notes to the Consolidated Financial Statements"
- (iii) Non-consolidated Financial Statements
  - "Non-consolidated Balance Sheet"
  - "Non-consolidated Statement of Income"
  - "Non-consolidated Statement of Changes in Equity"
  - "Notes to the Non-consolidated Financial Statements"
- (iv) Audit Reports
  - "The Accounting Auditor's Audit Report Regarding the Consolidated Financial Statements"
  - "The Accounting Auditor's Audit Report"
  - "The Audit and Supervisory Committee's Audit Report"

The Audit and Supervisory Committee and the Accounting Auditor audit documents subject to auditing, including the items listed above.

- If any revisions arise to the Electronically Provided Information, the Company will post on its website and the TSE's website on the Internet described above to that effect as well as the information before making those revisions and the information after making those revisions.
- When attending the Meeting in person, please submit the attached voting rights exercise form to the reception desk at the venue.

## Reference Documents for the General Meeting of Shareholders

### Proposal and References

**Proposal:** Election of Five (5) Board Directors not Serving as Audit and Supervisory Committee Members

The terms of office of all five (5) Board Directors not serving as Audit and Supervisory Committee Members (the same shall apply hereinafter in this proposal) will expire at the conclusion of this Annual General Meeting of Shareholders.

Accordingly, the Company proposes the election of five (5) Board Directors.

This proposal has been reviewed by the Audit and Supervisory Committee, and no special opinions were expressed.

The candidates for Board Directors are as follows:

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
1	Akio Ota (June 20, 1948) <u>Reappointment</u>	<div> <div>Mar. 1971</div> <div>Joined the Company</div> </div> <div> <div>Apr. 2001</div> <div>Executive Officer; General Manager, Industrial Machinery Sales Division</div> </div> <div> <div>Apr. 2004</div> <div>Senior Vice President &amp; Executive Officer</div> </div> <div> <div>June 2005</div> <div>Board Director</div> </div> <div> <div>Apr. 2006</div> <div>Senior Executive Vice President &amp; Board Director</div> </div> <div> <div>Apr. 2013</div> <div>President &amp; Representative Board Director</div> </div> <div> <div>Apr. 2017</div> <div>Chairman &amp; President; Representative Board Director</div> </div> <div> <div>Apr. 2023</div> <div>Chairman &amp; CEO; Representative Board Director (current position)</div> </div>	184,192
<u>Reasons for nomination</u> Mr. Akio Ota has been consistently involved in the sales management since joining the Company. After serving in various managerial positions including General Manager of the engineering operation, he assumed the position of President & Representative Board Director of the Company in 2013 and then concurrently served as Chairman through March 2023, leading the overall management of the Company. Since April 2023, he has served as Chairman & CEO; Representative Board Director, continuing to work to enhance the entire Group's corporate value. We expect him to leverage his abundant management accomplishments and extensive personal connections in ensuring appropriate decision-making at the Company's Board of Directors and strengthening the effectiveness of its supervisory functions. Accordingly, we propose his reappointment.			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions		Number of shares of the Company held
2	Shigeki Seimiya (April 24, 1971) <div>Reappointment</div>	Apr. 1993	Joined the Company	26,098
		Sept. 2018	Board Director, Yashima Environmental Engineerings Co., Ltd. (concurrent position)	
		Apr. 2019	General Manager, Transportation System Division, the Company	
		Apr. 2020	Executive Officer; General Manager, Transportation System Division	
		Apr. 2022	Vice President & Executive Officer; General Manager, Business Operations Group	
		Apr. 2023	President & COO	
		June 2023	President & COO; Representative Board Director	
		Dec. 2024	President & Group COO; Representative Board Director (current position)	
<u>Reasons for nomination</u> Mr. Shigeki Seimiya has been involved in the sales management, mainly in the transportation system business, since joining the Company, where he has gained abundant experience in the area of sales and extensive personal connections. He has served as President & COO since April 2023, as Representative Board Director since June of the same year, and as Group COO since December 2024, working to promote consolidated management and enhance the Group’s corporate value with Mr. Ota. We expect him to leverage his great capacity as a leader in ensuring appropriate decision-making at the Company’s Board of Directors and strengthening the effectiveness of its supervisory functions. Accordingly, we propose his reappointment.				

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
3	Tadashi Matsuzaki (April 23, 1964)  <u>New appointment</u>	Apr. 1987    Joined the Company Apr. 2015    General Manager, Plant Business Department Apr. 2017    Executive Officer; General Manager, Plant Business Department 2 Apr. 2018    Board Director, Sanyo Plant Construction Co., Ltd. (concurrent position) Nov. 2018    Board Director, Nishinihon Power Systems Co., Ltd. (concurrent position) Apr. 2019    Board Director Yashima Information System Co., Ltd. (concurrent position) Apr. 2020    Vice President & Executive Officer; General Manager, Plant Engineering Business Unit, the Company Apr. 2021    Senior Vice President & Executive Officer; General Manager, Plant Engineering Business Unit Apr. 2023    Executive Vice President & Executive Officer; General Manager, Business Operations Group; General Manager, Transportation Systems Business Unit Apr. 2023    Board Director, Yashima Plant Construction Co., Ltd. (concurrent position) June 2023    Board Director, Chugoku Power Systems Co., Ltd. (concurrent position) (current position) June 2023    Board Director, Nishinihon Power Systems Co., Ltd. (concurrent position) (current position) Apr. 2024    Board Director, Yashima Control Systems Co., Ltd. (current position) Apr. 2025    Executive Vice President & Executive Officer; CMO; General Manager, Business Operations Group, the Company (current position)	44,515
<u>Reasons for nomination</u> Mr. Tadashi Matsuzaki has been involved in the sales management, mainly in the plant business and transportation system business, since joining the Company, where he has gained abundant experience in the area of sales and extensive personal connections. He has been engaged in overall sales and business management for the Company as General Manager of the Business Operations Group since April 2023 and has worked on the formulation and promotion of the Group's long-term business strategy as CMO since April 2025. We expect him to leverage his great capacity as a leader in ensuring appropriate decision-making at the Company's Board of Directors and strengthening the effectiveness of its supervisory functions. Accordingly, we propose his appointment.			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
4	Tomizo Oda (May 31, 1964) <u>Reappointment</u>	<p>Apr. 1987    Joined Kokusai Electric Co., Ltd.</p> <p>Apr. 2015    Joined the Company</p> <p>June 2015    Board Director, Yashima Control Systems Co., Ltd. (concurrent position)</p> <p>June 2015    Corporate Auditor, Yashima•Eco•System Co., Ltd. (concurrent position)</p> <p>Apr. 2017    General Manager, Management Planning Division, the Company</p> <p>June 2017    Executive Officer; General Manager, Management Planning Division, the Company</p> <p>Apr. 2018    Vice President &amp; Executive Officer; General Manager, Management Operations Group</p> <p>Apr. 2018    Board Director, Sanyo Plant Construction Co., Ltd. (concurrent position)</p> <p>June 2018    Board Director, Chugoku Power Systems Co., Ltd. (concurrent position)</p> <p>Nov. 2018    Corporate Auditor, Nishinihon Power Systems Co., Ltd. (concurrent position)</p> <p>Feb. 2020    Vice President &amp; Executive Officer; General Manager, Management Operations Group; General Manager, Finance Division; and Department Manager, Sales Administration Department, the Company</p> <p>June 2020    Board Director; Vice President &amp; Executive Officer; General Manager, Management Operations Group; General Manager, Finance Division</p> <p>Apr. 2021    Board Director; Vice President &amp; Executive Officer; General Manager, Management Operations Group</p> <p>Apr. 2022    Board Director, Yashima Environment &amp; Information Technology Co., Ltd. (concurrent position)</p> <p>Apr. 2023    Board Director; Senior Vice President &amp; Executive Officer; General Manager, Management Operations Group, the Company</p> <p>Oct. 2024    Corporate Auditor, Tokyo Kiden Co., Ltd. (concurrent position) (current position)</p> <p>Apr. 2025    Board Director; Senior Vice President &amp; Executive Officer; CFO; General Manager, Management Operations Group, the Company (current position)</p>	49,265
<u>Reasons for nomination</u> <p>Mr. Tomizo Oda has been involved in the accounting and the corporate planning functions since joining the Company to gain abundant work experience and expertise in finance and accounting. He has also served as a Board Director of our Group companies and is well-versed in the Group's overall management. Since April 2025, he has worked as CFO on the enhancement of the financial foundation and governance system to enhance corporate value. We expect him to leverage his abundant experience and profound insight in ensuring appropriate decision-making of the Company's Board of Directors and strengthening the effectiveness of its supervisory functions. Accordingly, we propose his reappointment.</p>			

No.	Name (Date of birth)	Career summary, positions, responsibilities and significant concurrent positions	Number of shares of the Company held
5	Yosuke Okatani (December 26, 1968)  <u>Reappointment</u>	Apr. 1991    Joined Hitachi, Ltd. July 2017    General Manager, Legal Center July 2018    Joined PwC Consulting LLC; Managing Director, Risk Consulting Division Jan. 2019    Joined the Company Apr. 2019    General Manager, Legal & CSR Division Apr. 2020    Executive Officer; General Manager, Legal & CSR Division Oct. 2020    Board Director, Yashima Control Systems Co., Ltd. (concurrent position) Apr. 2021    Vice President & Executive Officer; General Manager, Administration Operations Group, the Company June 2023    Board Director; Vice President & Executive Officer; General Manager, Administration Operations Group, the Company Apr. 2024    Board Director; Vice President & Executive Officer; Deputy General Manager, Management Operations Group Apr. 2025    Board Director; Senior Vice President & Executive Officer; CHRO; Deputy General Manager, Management Operations Group (current position)	12,586
<u>Reasons for nomination</u> Mr. Yosuke Okatani was involved in legal affairs at Hitachi, Ltd. Since joining the Company, he has successively served as General Manager of Legal & CSR Division and General Manager of Administration Operations Group and is well-versed in a broad range of the headquarters function, such as general affairs, human resources, and legal affairs. Since April 2025, he has been working as CHRO to pursue human resources development strategies and strengthen the governance system to enhance corporate value. We expect him to leverage his abundant experience and profound insight in ensuring appropriate decision-making of the Company's Board of Directors and strengthening the effectiveness of its supervisory functions. Accordingly, we propose his reappointment.			

- Notes:
1. There are no special interests between any of the candidates and the Company.
  2. The number of shares of the Company held by each candidate includes their ownership via the Yashima Denki Director Shareholding Association.
  3. The Company has concluded a directors and officers liability insurance contract as stipulated in Article 430-3, Paragraph 1 of the Companies Act to cover legal damages, litigation expenses, and other costs that may arise in the event that a claim for damages is made against any of the insureds due to their act (or omission) committed in the course of their respective duties of director.  
However, the Company has taken measures to ensure that integrity in the execution of duties by directors is maintained by not exempting directors from damages that may arise from either criminal acts such as bribery, legal violations, or other deliberate acts. Insurance premiums for the said contract are fully borne by the Company. If the candidates assume the positions of Director, they will be included as the insureds under this insurance policy, and the Company plans to renew the said insurance contract on the same terms and conditions during their terms of office.
  4. Abbreviations of candidates' positions are as follows.  
CEO: Position with the highest responsibility for management  
COO: Position with the highest responsibility for execution  
CMO: Position with the highest responsibility for marketing  
CFO: Position with the highest responsibility for finance  
CHRO: Position with the highest responsibility for human resources



## Reference

### Skills and Expertise of the Board Directors

(upon approval of their election at the Annual General Meeting of Shareholders)

Name	Position in the Company	Corporate management	Finance, accounting	Legal affairs, governance, compliance	Problem-solving and proposal-based sales	Solution provision through engineering	HR, labor management, talent development	Investor relations
Akio Ota	Chairman & CEO; Representative Board Director	●	●	●	●	●	●	●
Shigeki Seimiya	President & Group COO; Representative Board Director	●	●	●	●	●	●	●
Tadashi Matsuzaki	Board Director; Executive Vice President & Executive Officer; CMO	●	●	●	●	●	●	●
Tomizo Oda	Board Director; Senior Vice President & Executive Officer; CFO		●	●				●
Yosuke Okatani	Board Director; Senior Vice President & Executive Officer; CHRO			●			●	
Naohito Miya	Outside Board Director (Audit and Supervisory Committee Member)		●	●				
Yutaka Yamauchi	Outside Board Director (Audit and Supervisory Committee Member)		●	●				
Junichi Iwase	Outside Board Director (Audit and Supervisory Committee Member)	●		●		●		