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Securities code: 4092

June 5, 2026

Start date of measures for electronic provision: June 4, 2026

To Our Shareholders:

Hirota Tanahashi

President

NIPPON CHEMICAL INDUSTRIAL Co., Ltd.

11-1, 9-chome, Kameido, Koto-ku, Tokyo

Notice of the 168th Ordinary General Meeting of Shareholders

We are pleased to announce the 168th Ordinary General Meeting of Shareholders of NIPPON CHEMICAL INDUSTRIAL Co., Ltd. (the “Company”), which will be held as described below.

When convening this general meeting of shareholders, the Company takes measures for providing information that constitutes the content of reference documents for the general meeting of shareholders, etc. (matters for which measures for providing information in electronic format are to be taken) in electronic format, and posts this information on the following websites. Please access either of the websites to review the information.

The Company’s website:	<u>https://www.nippon-chem.co.jp/en/</u>
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(From the above website, select “Investor Relations,” and then “Shareholder Information” and “General Meeting of Shareholders.”)

TSE website (Listed Company Search):	<u>https://www2.jpx.co.jp/tseHpFront/JJK010010Action.do?Show=Show</u>
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(Access the TSE website by using the internet address shown above, enter “Nippon Chemical Industrial” in “Issue name (company name)” or the Company’s securities code “4092” 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].”)

You may exercise your voting rights in writing (by mail) or via the internet, etc. instead of attending the meeting in person. Please review the Reference Documents for the General Meeting of Shareholders and exercise your voting rights by 5:45 p.m. on Thursday, June 25, 2026 (JST).

- 1. Date and Time:** Friday, June 26, 2026, at 10:00 a.m. (JST)
- 2. Venue:** Memorial Hall, Research Building, Head Office of the Company
11-1, 9-chome, Kameido, Koto-ku, Tokyo

3. Meeting Agenda:

Matters to be reported:

1. The Business Report, Consolidated Financial Statements and the results of audits of the Consolidated Financial Statements by the Financial Auditor and the Audit and Supervisory Committee for the 168th term (from April 1, 2025 to March 31, 2026)
2. Non-consolidated Financial Statements for the 168th term (from April 1, 2025 to March 31, 2026)

Matters to be resolved:

- Proposal No. 1** Appropriation of Surplus
- Proposal No. 2** Election of Two Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

Information Concerning the General Meeting of Shareholders

1. If neither approval nor disapproval of a proposal is indicated on a voting rights exercise form submitted to exercise voting rights in writing (by mail), it shall be deemed a vote of approval.
2. If revisions to the matters subject to measures for electronic provision arise, a notice of the revisions and the details of the matters before and after the revisions will be posted on the Company's website and the TSE website.
3. The documents stating the matters subject to measures for electronic provision will also be delivered to shareholders who have requested paper-based documents. The following matters are excluded from these documents in accordance with the provisions of laws and regulations and Article 15 of the Company's Articles of Incorporation:
 - (i) Business Report: "Systems to Ensure the Appropriateness of Business Activities and the Operating Status Thereof," "Basic Policy Regarding Control of the Company" and "Basic Policy on Determination of Dividends of Surplus, Etc."
 - (ii) Consolidated Financial Statements: "Consolidated Statement of Changes in Equity" and "Notes to Consolidated Financial Statements"
 - (iii) Non-consolidated Financial Statements: "Non-consolidated Statement of Changes in Equity" and "Notes to Non-consolidated Financial Statements"

Accordingly, the Business Report, Consolidated Financial Statements and Non-consolidated Financial Statements included in these paper-based documents are part of the documents audited by the Financial Auditor and the Audit and Supervisory Committee in creating a financial audit report and an audit report, respectively.

Reference Documents for the 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

The Company has given consideration to matters including the business performance of the fiscal year and future business development, and it proposes to pay year-end dividends for the fiscal year as follows:

- (i) Type of Dividend Property
Cash
- (ii) Allotment of Dividend Property and Their Aggregate Amount
¥60 per common share of the Company
Total dividends: ¥520,605,060
*Accordingly, including the interim dividend of ¥60, the annual dividend for the fiscal year will total ¥120 per share.
- (iii) Effective Date of Dividends of Surplus
June 29, 2026

Proposal No. 2 Election of Two Directors (Excluding Directors Who Are Audit and Supervisory Committee Members)

The terms of office of all two Directors (excluding Directors who are Audit and Supervisory Committee members; applicable to the rest of this proposal) will expire at the conclusion of this meeting. Therefore, the Company proposes the election of two Directors.

This proposal was decided by the Board of Directors as an agenda item for the general meeting of shareholders after deliberation by the Nomination & Remuneration Committee, which comprises of the President and three Outside Directors (Audit and Supervisory Committee members who are independent officers). The Audit and Supervisory Committee discussed the matter and there was nothing particular to note.

The candidates for Director are as follows:

Candidate No.	Name	Position and responsibility in the Company	
1	Hirota Tanahashi	President Chairperson of the Board of Directors, Chairperson of Corporate Management Committee	Reelection
2	Hiroyoshi Aikawa	Director, Managing Executive Officer and in charge of Production Engineering Division and R&D Division	Reelection

Reelection: candidate for Director to be reelected

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	Hirota Tanahashi (March 13, 1976) Reelection Attendance at Board of Directors meetings 16/16	Apr. 2000 Joined Sumitomo 3M Limited (currently 3M Japan Limited) Feb. 2007 Joined the Company June 2008 General Manager attached to Organic Chemicals Division July 2009 Deputy Division Manager of Sales Division Apr. 2011 Executive Officer and Manager of Corporate Planning Office June 2012 Director, Managing Executive Officer and Division Manager of Sales Division Apr. 2014 Director, Senior Managing Director and in charge of Corporate Planning Office, Administration Division and Sales Division June 2015 Representative Director, Senior Managing Director and in charge of Corporate Planning Office, Administration Division and Sales Division Apr. 2017 President Chairperson of the Board of Directors, Chairperson of Corporate Management Committee (current position) Significant concurrent positions outside the Company Representative Director of Keiyo Chemical Co., Ltd.	32,179
Reasons for nomination as candidate for Director Hirota Tanahashi possesses extensive management experience and business experience in areas such as sales and corporate planning. In addition, he provides constructive opinions and proposals from the standpoint of overseeing management at various internal meetings. He is nominated as a candidate for Director because the Company wishes to continue having him supervise management based on his experience and other factors.			

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
2	Hiroyoshi Aikawa (February 2, 1958) Reelection Attendance at Board of Directors meetings 16/16	Apr. 1981 Joined the Company July 2009 General Manager of Tokuyama Factory July 2012 Deputy Division Manager of R&D Division and General Manager of Chemical Products R&D Department Apr. 2014 Executive Officer and Division Manager of R&D Division and General Manager of Chemical Products R&D Department July 2015 Executive Officer and Division Manager of R&D Division Aug. 2016 Executive Officer and Division Manager of R&D Division and General Manager of R&D Administration Department Apr. 2017 Executive Officer and Division Manager of Production Engineering Division June 2017 Director, Executive Officer and Division Manager of Production Engineering Division June 2019 Director, Managing Executive Officer and Division Manager of Production Engineering Division Jan. 2020 Director, Managing Executive Officer and Division Manager of Production Engineering Division and General Manager of Production Engineering Department Apr. 2020 Director, Managing Executive Officer and Division Manager of Production Engineering Division Oct. 2021 Director, Managing Executive Officer and in charge of Production Engineering Division June 2022 Director, Managing Executive Officer and in charge of Production Engineering Division and in charge of R&D Division (current position) Significant concurrent positions outside the Company None	14,953
Reasons for nomination as candidate for Director Hiroyoshi Aikawa possesses extensive business experience in areas such as the R&D and production engineering. In addition, he provides constructive opinions and proposals particularly from the perspective of R&D strategy and production engineering management at various internal meetings. He is nominated as a candidate for Director because the Company wishes to continue having him supervise management based on his experience and other factors.			

- (Notes)
1. Candidate Hirota Tanahashi's special interests
He concurrently serves as Representative Director of Keiyo Chemical Co., Ltd., which operates in the same business category as the Company partially does. The Company both purchases products and raw materials from, and supplies raw materials to, Keiyo Chemical Co., Ltd.
 2. There is no special interest between Hiroyoshi Aikawa and the Company.
 3. The Company has concluded a directors and officers liability insurance policy with an insurer as stipulated in Article 430-3, paragraph (1) of the Companies Act. A summary of the terms and conditions of the aforementioned insurance policy is provided in "2 Current Status of the Company, (2) Status of Corporate Officers, (iii) Summary of Contents of Directors and Officers Liability Insurance Policy, Etc." (in Japanese only). If the election of the candidates for Director is approved, they will continue to be covered as insured persons under the policy. The Company plans to renew the aforementioned insurance policy at the next renewal with the same terms and conditions.
 4. The number of the Company's common shares owned by each candidate indicates the number of shares as of the end of the current fiscal year (March 31, 2026). In addition, it also includes the respective candidate's holdings in the Nippon Chemical Industrial Officer Shareholding Association.

(Reference) Composition of Directors (Planned) and Skill Matrix After the General Meeting of Shareholders

The Company's Board of Directors is composed of Directors who are well-versed in R&D, sales, production engineering and administrative operations, and possess suitable knowledge, experience and skills in those areas, and independent Outside Directors who possess expert knowledge and experience, as well as extensive insight relating to corporate legal affairs and auditing. Under the Articles of Incorporation, the Company shall have eight or less Directors who are not Audit and Supervisory Committee members and five or less Directors who are Audit and Supervisory Committee members. The Company's Board of Directors strives to collectively possess a balance of knowledge, experience and skills; diversity; and a size that is the most optimal from the viewpoint of the sustainable growth of the Company and its improvement in medium- to long-term corporate value. If Proposal No. 2 is approved as originally proposed, the composition of its members of its Board of Directors will be as follows.

Name	Position (planned)	Knowledge and experience particularly expected by the Company									Gender
		Management strategies	R&D	Production engineering	Global strategies	Human resource and development	Sales and marketing	Risk management and legal affairs	Financial strategy/finance and accounting	Sustainability	
Hirota Tanahashi	President	○			○	○	○				Male
Hiroyoshi Aikawa	Director, Managing Executive Officer and in charge of Production Engineering Division and R&D Division		○	○	○			○		○	Male
Manabu Sato	Director (full-time Audit and Supervisory Committee member)								○		Male
Tomoko Tada	Outside Director (Audit and Supervisory Committee member)					○		○			Female
Takeshi Kenmochi	Outside Director (Audit and Supervisory Committee member)	○				○			○		Male
Shingo Togi	Outside Director (Audit and Supervisory Committee member)	○			○	○	○				Male

(Note) Sustainability: Environment and safety

(Reference) Policy on Cross-shareholdings

The Company will hold such shares as it deems necessary for such purposes as maintaining and strengthening business relationships, after examining their potential to contribute to the enhancement of the Company's corporate value over the medium- to long-term and other factors. Based on such examination, for those shares for which continued ownership is of limited significance, the Company's policy is to sell while taking into account such factors as the market impact and the business aspects of the sale.

Also, each year, the Board of Directors examines the appropriateness of holding individual cross-shareholdings by specifically examining factors such as whether the purpose of holding the shares is appropriate and whether the benefits and risks associated with holding the shares are commensurate with the cost of capital.

During the current fiscal year, the Company sold all or part of holdings of four firms.

Segment		FY2021	FY2022	FY2023	FY2024	FY2025
Number of issues (Issues)	Listed (including deemed shareholdings)	17	16	13	11	8
	Unlisted	17	17	17	17	17
Carrying amount (Millions of yen)	Listed	5,458	5,337	5,238	3,782	4,357
	Deemed shareholdings	1,797	2,089	3,131	4,030	3,894
	Unlisted	147	147	147	147	147
	Total	7,403	7,573	8,517	7,959	8,399

Criteria for the exercise of voting rights pertaining to cross-shareholdings

Regarding the exercise of voting rights pertaining to cross-shareholdings, the department responsible for managing such shares shall report in advance to the Officer responsible the details of the agenda for the investee company concerned. The Company will make decisions for or against each proposal by carefully examining it on a case-by-case basis from the perspective of whether or not the proposal will ultimately contribute to the enhancement of shareholder value, taking into consideration factors such as the business conditions for the investee company concerned and the relationship with the Company.