

(Translation)

Securities Code: 5262

June 6, 2025

(Commencement date for measures for electronic provision):

June 3, 2025

To Our Shareholders with Voting Rights:

Tomoyuki Masubuchi
President and Director
NIPPON HUME CORPORATION
5-33-11 Shimbashi, Minato-ku, Tokyo

**NOTICE OF CONVOCATION OF
THE 142ND ANNUAL GENERAL MEETING OF SHAREHOLDERS**

Dear Shareholders:

We would like to express our appreciation for your continued support and patronage.

We wish to notify you of the 142nd Annual General Meeting of Shareholders of NIPPON HUME CORPORATION (the “Company”). The meeting will be held for the purposes described below.

In convening this Annual General Meeting of Shareholders, the Company has taken measures for electronic provision, and has posted the content of the Reference Documents for the General Meeting of Shareholders (matters to be provided electronically) on each of the following websites. Please access any of these websites to confirm the content.

[The Company’s website]

<https://www.nipponhume.co.jp/> (Japanese only)

(Please access the above website, and select in the order of “IR Information,” “Related Information on General Meeting of Shareholders” to confirm the information.)

[Website for materials for the General Meeting of Shareholders]

<https://d.sokai.jp/5262/teiji/> (Japanese only)

[Tokyo Stock Exchange (TSE Listed Company Search) website]

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

(Please access the Tokyo Stock Exchange (TSE Listed Company Search) website shown above, enter “NIPPON HUME” in the “Issue name (company name)” field or the Company’s securities code “5262” in the “Code” field to perform the search, and select in the order of “Basic information,” “Documents for public inspection/PR information,” and confirm the information under “Notice of General Shareholders Meeting/Informational Materials for a General Shareholders Meeting.”)

Instead of attending the meeting in person, you may exercise your voting rights in writing or via the Internet, etc. Please review the attached Reference Documents for the General Meeting of Shareholders and exercise your voting rights by no later than 5:20 p.m. Japan time on Thursday, June 26, 2025.

1. Date and Time: Friday, June 27, 2025 at 10:00 a.m. Japan time

2. Place: Conference room on the 8th floor of the Company (Shimbashi NH Building)
5-33-11 Shimbashi, Minato-ku, Tokyo, Japan

3. Meeting Agenda:

Matters to be reported:

1. The Business Report and Consolidated Financial Statements for the 142nd Fiscal Year (April 1, 2024 to March 31, 2025), and results of audits of the Consolidated Financial Statements by the Accounting Auditor and the Audit & Supervisory Board
2. Non-consolidated Financial Statements for the 142nd Fiscal Year (April 1, 2024 to March 31, 2025)

Proposals to be resolved:

Proposal 1: Appropriation of Surplus

Proposal 2: Election of Seven (7) Directors

- When attending the meeting, please submit the Voting Rights Exercise Form sent along with this notice of convocation at the reception desk.
- If you require special accommodations related to the venue, please notify the staff at the reception desk on the day.
- If any revisions are required to the matters to be provided electronically, a notice to that effect will be posted on the websites listed on page 1, along with the unrevised and revised information.
- Shareholders who requested delivery of a printed form also receive the printed documents that contain the matters to be provided electronically. However, such documents exclude the following items, in accordance with laws and regulations and the provisions under Article 14, Paragraph 2 of the Company's Articles of Incorporation.
 1. "Company Structure and Policies" in the Business Report
 2. "Consolidated Statements of Changes in Net Assets" and "Notes to the Consolidated Financial Statements" of the Consolidated Financial Statements
 3. "Non-Consolidated Statements of Changes in Net Assets" and "Notes to the Non-Consolidated Financial Statements" of the Non-Consolidated Financial Statements

Accordingly, the Business Report, the Consolidated Financial Statements, and the Non-Consolidated Financial Statements included in the documents are a part of the target documents that were audited by the Accounting Auditor and the Audit & Supervisory Board in preparing the Accounting Auditor's Audit Report and the Audit Report, respectively.

Reference Documents for the General Meeting of Shareholders

Proposal 1: Appropriation of Surplus

The Company proposes to distribute the surplus as described below.

The Company considers the distribution of profits to shareholders to be an important management task. Our basic policy is to maintain stable dividend levels, while focusing on maintaining a sound financial structure. We strive to enhance overall return to shareholders by implementing purchases of treasury shares and other measures, taking into account factors such as performance.

Funds retained as internal reserves will be used as a portion of the funds invested in the development of new products and technologies and for capital investment in efficiency enhancement and reduction of power consumption, as well as for M&A. The efficiency of the investments is considered from a long-term perspective.

The Company is scheduled to distribute the surplus for the fiscal year under review as described below, taking into account factors such as non-consolidated financial results, consolidated financial results, financial conditions, and the management environment going forward.

Furthermore, because an interim dividend of ¥19 per share has already been paid, the annual dividend for the fiscal year under review will be ¥38 per share.

1. Details of the year-end dividend

1) Type of dividend property	Cash
2) Appropriation of dividend property to shareholders and its total amount	¥19 per share of the Company's common stock
	Total dividends: ¥472,699,366
3) Effective date for dividends from surplus	June 30, 2025

2. Other matters concerning the appropriation of surplus

1) Accounting item of surplus to increase and the amount of increase	General reserve: ¥500,000,000
2) Accounting item of surplus to decrease and the amount of decrease	Retained earnings brought forward: ¥500,000,000

Proposal 2: Election of Seven (7) Directors

The terms of office of all eight (8) Directors will expire at the conclusion of this General Meeting of Shareholders. Therefore, the Company proposes the election of seven (7) Directors.

The candidates for Director are as follows:

No.	Name	Current positions and responsibilities at the Company	
1	Tomoyuki Masubuchi	President and Representative Director Chair of Nomination Committee and Compensation Committee	Reelection
2	Katsuhiko Inoue	Senior Managing Director, Senior Managing Executive Officer General Manager of Marketing Department, General Manager of Kanto-Tohoku Branch, Head of Business Strategy Management	Reelection
3	Satoshi Tanaka	Director, Managing Executive Officer General Manager of Technical Department	Reelection
4	Hiroaki Sakurai	Director, Managing Executive Officer General Manager of Kansai Branch, Head of Precast Marketing	Reelection
5	Masahiro Maeda	Outside Director	Reelection Outside Independent
6	Ryoichi Nakano	Outside Director	Reelection Outside Independent
7	Asao Masue	Outside Director	Reelection Outside Independent

Reelection: Candidate for reelection as Director

Outside: Candidate for Outside Director

Independent: Independent Director pursuant to the provisions of the Stock Exchange

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions
1	 <p data-bbox="300 952 531 1019">Tomoyuki Masubuchi (November 6, 1964)</p> <p data-bbox="359 1064 472 1093">Reelection</p> <p data-bbox="279 1137 555 1243">Number of the Company's shares held 16,200</p>	<p data-bbox="587 264 997 293">February 1992 Joined the Company</p> <p data-bbox="587 304 1294 333">April 2011 General Manager of Corporate Planning Division</p> <p data-bbox="587 344 1366 405">June 2013 Outside Director of ASAHI CONCRETE WORKS CO., LTD.</p> <p data-bbox="587 416 1393 445">June 2014 Director, General Manager of Corporate Planning Division</p> <p data-bbox="587 456 1382 517">June 2015 Corporate Auditor of ASAHI CONCRETE WORKS CO., LTD.</p> <p data-bbox="587 528 1393 589">June 2016 Director, General Manager of General Affairs Division and Corporate Planning Division</p> <p data-bbox="587 600 1235 629">March 2017 Outside Corporate Auditor of NJS Co., Ltd.</p> <p data-bbox="587 640 1374 745">June 2017 Managing Director, Deputy General Manager of Administration Department, General Manager of General Affairs Division and Corporate Planning Division</p> <p data-bbox="587 757 1374 891">June 2019 Managing Director, Deputy General Manager of Administration Department, General Manager of General Affairs Division and Corporate Planning Division, in charge of Segment Division</p> <p data-bbox="587 902 1366 1115">February 2020 Managing Director, General Manager of Administration Department, General Manager of General Affairs Division and Corporate Planning Division, General Manager of Real-Estate and Environment-Related Businesses Division, in charge of Segment Division and Sewerage-Related Businesses Division</p> <p data-bbox="587 1126 1129 1155">March 2020 Outside Director of NJS Co., Ltd.</p> <p data-bbox="587 1167 1374 1379">June 2020 Senior Managing Director, General Manager of Administration Department, General Manager of General Affairs Division and Corporate Planning Division, General Manager of Real-Estate and Environment-Related Businesses Division, in charge of Segment Division and Sewerage-Related Business Division</p> <p data-bbox="587 1391 1374 1637">June 2021 Senior Managing Director, General Manager of Administration Department, General Manager of General Affairs Division, Human Resources Division, and Corporate Planning Division, General Manager of Real-Estate and Environment-Related Businesses Division, in charge of Technical Department and Sewerage-Related Business Division</p> <p data-bbox="587 1648 1393 1861">June 2022 Senior Managing Director, General Manager of Administration Department, General Manager of General Affairs and HR Division, and Corporate Planning Division, General Manager of Real-Estate and Environment-Related Businesses Division, in charge of Technical Department and Sewerage-Related Business Division</p> <p data-bbox="587 1872 1299 1901">April 2023 President and Representative Director (to present)</p>

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions
2	 <p data-bbox="331 600 507 667">Katsuhiko Inoue (April 14, 1962)</p> <p data-bbox="360 712 475 741">Reelection</p> <p data-bbox="279 786 557 891">Number of the Company's shares held 5,100</p>	<p data-bbox="592 264 735 293">October 1993</p> <p data-bbox="592 304 703 333">April 2009</p> <p data-bbox="592 344 695 374">June 2009</p> <p data-bbox="592 418 711 448">March 2011</p> <p data-bbox="592 459 695 488">June 2015</p> <p data-bbox="592 533 759 562">September 2015</p> <p data-bbox="592 607 727 636">January 2018</p> <p data-bbox="592 647 695 676">June 2021</p> <p data-bbox="592 721 703 750">April 2022</p> <p data-bbox="592 795 711 824">March 2023</p> <p data-bbox="592 835 695 864">April 2023</p> <p data-bbox="788 264 1399 965"> Joined the Company General Manager of International Business Division President and Representative Director of NIPPON HUME INTERNATIONAL LTD. General Manager of International Business Division Executive Officer, General Manager of International Business Division Executive Officer, General Manager of International Business Division and Segment Division Executive Officer, General Manager of Kyushu Branch Director, Managing Executive Officer, General Manager of Kanto-Tohoku Branch and Kyushu Branch Director, Managing Executive Officer, General Manager of Kanto-Tohoku Branch Outside Director of NJS Co., Ltd. (to present) Senior Managing Director, Senior Managing Executive Officer, General Manager of Marketing Department, General Manager of Kanto-Tohoku Branch, Head of Business Strategy Management (to present) </p>
3	 <p data-bbox="304 1346 531 1413">Satoshi Tanaka (September 21, 1963)</p> <p data-bbox="360 1458 475 1487">Reelection</p> <p data-bbox="279 1532 557 1637">Number of the Company's shares held 4,000</p>	<p data-bbox="592 976 703 1005">April 1988</p> <p data-bbox="592 1050 711 1079">March 2014</p> <p data-bbox="592 1169 703 1198">April 2020</p> <p data-bbox="592 1209 703 1238">April 2021</p> <p data-bbox="592 1249 695 1279">June 2021</p> <p data-bbox="592 1346 743 1375">February 2022</p> <p data-bbox="592 1420 711 1449">March 2023</p> <p data-bbox="592 1460 695 1489">April 2023</p> <p data-bbox="592 1579 695 1608">June 2023</p> <p data-bbox="592 1697 703 1727">April 2025</p> <p data-bbox="788 976 1399 1742"> Joined Nihon Cement Co., Ltd. (now TAIHEIYO CEMENT CORPORATION) General Manager of R&D Department II of Central Research Laboratory of TAIHEIYO CEMENT CORPORATION General Manager of Corporate Planning Division General Manager of Technology Development Center Executive Officer, General Manager of Technical Department, General Manager of Technology Development Center President and Representative Director of Confrontier Corporation Outside Corporate Auditor of NJS Co., Ltd. (to present) Managing Executive Officer, General Manager of Technical Department, General Manager of Technology Development Center Director, Managing Executive Officer, General Manager of Technical Department, General Manager of Technology Development Center Director, Managing Executive Officer, General Manager of Technical Department (to present) </p>

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions	
4	 Hiroaki Sakurai (January 12, 1963) Reelection Number of the Company's shares held 3,500	January 2003 January 2020 June 2022 July 2022 April 2023 June 2023 April 2025	Joined the Company General Manager of Kansai Branch, General Manager of Marketing Division, General Manager of Okayama Office Executive Officer, General Manager of Kansai Branch, General Manager of Marketing Division, General Manager of Okayama Office Executive Officer, General Manager of Kansai Branch, General Manager of Marketing Division Managing Executive Officer, General Manager of Kansai Branch, General Manager of Marketing Division, Head of Precast Marketing Director, Managing Executive Officer, General Manager of Kansai Branch, General Manager of Marketing Division, Head of Precast Marketing Director, Managing Executive Officer, General Manager of Kansai Branch, Head of Precast Marketing (to present)
5	 Masahiro Maeda (October 30, 1948) Reelection Outside Independent Number of the Company's shares held 0	July 1971 July 2005 August 2008 April 2013 September 2013 June 2018 April 2019 April 2024	Joined Tokyo Metropolitan Government Director General of the Bureau of Sewerage of Tokyo Metropolitan Government President of Tokyo Metropolitan Sewerage Service Corporation Professor of University Research Center of Nihon University President of Sewage-Maintenance Co-operation Outside Director (to present) Visiting Professor of Nihon University Visiting Professor of Sojo University (to present) Reasons for election as a candidate for Outside Director and outline of roles expected to be fulfilled Mr. Maeda has many years of experience in government administration. In addition, he is familiar with sewerage lines in general, a business area of the Company. Based on his achievements to date as Outside Director, the Company determined that he is well qualified for appropriately fulfilling the duties. Following his election, he is expected to continue to fulfill his roles by leveraging his considerable achievements and capabilities.

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions
6	 <p>Ryoichi Nakano (May 9, 1955)</p> <p>Reelection Outside Independent</p> <p>Number of the Company's shares held 0</p>	<p>April 1978 Joined Metropolitan Police Department</p> <p>February 2010 Director of Criminal Investigation Bureau of Metropolitan Police Department</p> <p>February 2012 Chief Inspection Officer of Inspection Department, Kanto Regional Police Bureau</p> <p>March 2014 Chief of Organized Crime Department of Metropolitan Police Department</p> <p>August 2016 Director of KEISHICHO CREDIT UNION</p> <p>June 2021 Outside Director (to present)</p> <p>Reasons for election as a candidate for Outside Director and outline of roles expected to be fulfilled</p> <p>Mr. Nakano possesses considerable knowledge and experience accumulated over many years serving in the Metropolitan Police Department. Based on his achievements to date as Outside Director, he is expected to provide useful advice on the Company's management, mainly from the perspective of compliance. Therefore, the Company believes that he is appropriate as an Outside Director of the Company.</p> <p>Although he does not have previous experience with business management, for the above reasons, the Company has determined that he is well qualified for appropriately fulfilling his duties as an Outside Director.</p> <p>If elected, he will continue to be involved in making decisions regarding the selection of candidates for the Company's officers, officers' compensation, and other matters from an objective and neutral standpoint as a member of the non-statutory Nomination Committee and Compensation Committee.</p>

No.	Name (Date of birth)	Career summary, positions, responsibilities, and significant concurrent positions
7	 <p data-bbox="284 600 568 741">Asao Masue (Name as indicated in the Family Register: Asao Aono) (June 13, 1970)</p> <p data-bbox="352 786 483 887">Reelection Outside Independent</p> <p data-bbox="277 931 557 1032">Number of the Company's shares held 0</p>	<p data-bbox="587 264 1382 667"> October 2002 Registered with the Tokyo Bar Association May 2008 Joined Okuno & Partners (to present) June 2015 Outside Director of The Toho Bank, Ltd. June 2018 Outside Director and Audit and Supervisory Committee Member of The Toho Bank, Ltd. September 2018 Auditor of Muroran Institute of Technology November 2021 Director of Public Interest Incorporated Foundation Japan Joint Securities Foundation (to present) June 2022 Outside Director, Audit Committee Member of Tokyo Tekko Co., Ltd. (to present) June 2022 Outside Director (to present) </p> <p data-bbox="587 674 1401 1108"> Reasons for election as a candidate for Outside Director and outline of roles expected to be fulfilled Ms. Masue possesses knowledge and experience accumulated over many years as an attorney. Based on her achievements to date as Outside Director, she is expected to provide useful advice on the Company's management, mainly from the perspectives of corporate governance and compliance. Therefore, the Company believes that she is appropriate as an Outside Director of the Company. Following her election, she is expected to continue to fulfill her roles by leveraging her considerable achievements and capabilities. Although she does not have previous experience with business management, for the above reasons, the Company has determined that she is well qualified for appropriately fulfilling her duties as an Outside Director. </p>

1. There are no special interests between each candidate and the Company.
2. Messrs. Masahiro Maeda and Ryoichi Nakano and Ms. Asao Masue are candidates for Outside Director.
3. Messrs. Masahiro Maeda and Ryoichi Nakano and Ms. Asao Masue are the current Outside Directors of the Company. At the conclusion of this General Meeting of Shareholders, Mr. Maeda will have served as Outside Director for seven years, Mr. Nakano for four years, and Ms. Masue for three years.
4. An outline of the limited liability agreement with Outside Directors is as follows:
The Company has entered into a limited liability agreement with Messrs. Masahiro Maeda and Ryoichi Nakano and Ms. Asao Masue to limit their liability for damages pursuant to Article 423, Paragraph 1 of the Companies Act. The maximum amount of liability under that agreement is ¥10 million or the minimum liability amount stipulated by laws and regulations, whichever is greater. If the reelection of Messrs. Masahiro Maeda and Ryoichi Nakano and Ms. Asao Masue is approved, the Company intends to continue said agreement with them.
5. The Company has registered Messrs. Masahiro Maeda and Ryoichi Nakano and Ms. Asao Masue as Independent Directors pursuant to the provisions of the Tokyo Stock Exchange. If the reelection of Messrs. Masahiro Maeda and Ryoichi Nakano and Ms. Asao Masue is approved, the Company intends to continue to register them as Independent Directors.
6. The Company has entered into a directors and officers liability insurance (D&O insurance) contract with all Directors as the insured pursuant to Article 430-3, Paragraph 1 of the Companies Act. If this proposal is approved as originally proposed and all the candidates are elected as Directors, then they will be included as the insured under the insurance contract. The contract covers legal damages that may arise when the insured Directors assume liability for the execution of their duties or are subject to a claim for the pursuit of said liability. However, the insurance contract has certain exclusions, such as providing no coverage for damages arising from actions taken by insured parties with the knowledge that they were in violation of laws and regulations. The insurance premiums, including riders, are borne in their entirety by the Company, and no insurance premiums are borne by the insured parties themselves. The Company plans to renew the insurance contract with the same contents at the time of its next renewal.

7. The Company established a directors' shareholding association in June 2018. As of March 31, 2025, this association held 12,800 shares.

Reference: Skills Matrix for Directors

If Proposal 2 “Election of Seven (7) Directors” is approved by this General Meeting of Shareholders and the candidates are appointed, the skills matrix for Directors and the capabilities that the Company expects them to demonstrate will be as follows.

Role	Outside	Name	Corporate management	Technology/R&D/DX	Sales/Marketing	Legal/Risk management	Personnel HR development	Finance
President and Representative Director		Tomoyuki Masubuchi	○	○			○	○
Senior Managing Director Senior Managing Executive Officer		Katsuhiko Inoue	○	○	○			
Director Managing Executive Officer		Satoshi Tanaka	○	○				
Director Managing Executive Officer		Hiroaki Sakurai	○		○			
Director	●	Masahiro Maeda	○	○		○		
Director	●	Ryoichi Nakano				○	○	
Director	●	Asao Masue				○		○

Note: These represent skills and fields of expertise in which each Director is particularly expected to make a contribution, and do not show all skills and expertise possessed by the individual in question.